



Constitution –

Revised August 2020 – Approved September 30, 2020

Board of Elders

San Diego Community Bible Church Constitution (Revised August, 2020)

Article I Name

This organization shall be known as **SAN DIEGO COMMUNITY BIBLE CHURCH**.

Article II Purpose

The purpose of this church shall be to glorify our Lord Jesus Christ through the making of disciples. We shall endeavor to do this by:

1. Preaching the Gospel of Christ at home and abroad. (*Acts 1:8*)
2. Providing for the spiritual growth of believers through Bible study, worship, prayer, fellowship, and service. (*Matthew 28:19, 20; Acts 2:42; Ephesians 3:21; 4:11, 12*)

Article III Statement of Faith

Article IV Powers

Section 1

The powers of this church are vested in its members and not subject to any outside ecclesiastical authority. These powers are exercised by the members through the Elders. This church is organized and shall be operated exclusively for Christian purposes as stated in Article II of this constitution, and for no other purpose.

The powers of this church body include, but are not limited to the following:

- A. To receive and administer funds for the church and to that end to take and hold by bequest, devise, gift, purchase, or lease, either absolutely or in trust, any property, real, personal, or mixed, without limitation, except as may be imposed by law;
- B. To sell, convey and dispose of any such property, and to reinvest the principal thereof and to deal with and expend the income thereof;
- C. To receive any property, real, personal, or mixed, in trust under the terms of any will, deed of trust, or other trust instrument and in administering the same to carry out the directions and exercise the powers contained in the

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trust instrument under which the property is received, including the expenditure of the principal as well as the income.

D. To receive, take title to, hold and use the proceeds and income to stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign.

No property shall be received or administered on terms in any way inconsistent with or conflicting with the organization=s nature as a Christian institution operated for the benefit of the public, or in any other way inconsistent with or in conflict with this purpose, or in any manner contravening any provision of state or federal law placing limitations upon activities of tax-exempt church institutions. (The church retains its right to renounce tax exempt status if state or federal law denies our freedom to operate in accord with our Statement of Faith.)

Section 2

Recognizing that God and His Word are the Supreme Authority with respect to the local church, the Elders have the responsibility for policy, government, and practice necessary to the total ministry of the church, both spiritual and secular. This responsibility includes the power to delegate such specific authority and functions as the Elders deem appropriate for the achievement of the objectives of this church as declared in this constitution and for the glory of God and His Son, Jesus Christ. All authority and responsibility not specifically delegated by this constitution is retained by the Elders.

Section 3

This church conceives only its purpose sacred. The form of government defined herein is only for the orderly advancement of the church purpose. It has no sacred implications.

Article V Membership

Section 1

Applicants for membership shall attend a new member orientation course taught by one or more of the Elders. The orientation class shall include a full discussion of the statement of faith, a general discussion of the organization of this Church as presented in this constitution and the obligations of members as indicated in the Covenant of Membership. Each applicant shall then be examined, either orally or in writing, by one or more of the Elders as to their Christian experience, scriptural baptism, and the basis of their salvation.

Section 2

Applicants for membership shall be in agreement with the Statement of Faith and shall sign the following Covenant of Membership.

Covenant of Membership

In applying for membership in Community Bible Church, my purpose is to cooperate fully with the other members to advance the cause of our Lord Jesus Christ.

I sincerely affirm that I am trusting solely in the merits of Jesus Christ for my salvation from sin. I also affirm that I have read the Statement of Faith and the By-laws of the Church. In anticipation of membership, I gladly covenant with God that by His enabling grace I will endeavor to conduct my life in accordance with the following Scriptural principles.

1. I will sincerely pray that Christ be exalted and that lives be blessed through the ministries of this Church. (*2 Thessalonians 3:1*)
2. I will endeavor to live in a way that consistently honors Jesus Christ, whom I acknowledge as the Lord of my life (*Ephesians 4:1*).
3. I will participate as regularly as possible in worship and fellowship with this congregation. (*Hebrews 10:25*)
4. I will seek to discover my spiritual gifts and to use them in Christian service within this Church. (*Ephesians 4:11-13*)
5. I will endeavor to participate faithfully in the financial support of the ministries of this Church. (*2 Corinthians 9:6-11*)
6. I will refrain from propagating any Scriptural interpretations that differ from those set forth in the Statement of Faith. (*1 Corinthians 1:10*)
7. I will submit to the loving rule of the Elders. (*Hebrews 13:17*)

Section 3

The Secretary or his designee shall enroll the new member upon a favorable vote of the Elders. Candidates awaiting scriptural baptism may receive membership approval but they will not be entered upon the membership roll until they rise from the waters of baptism.

Section 4

Applicants admitted to membership shall, if possible, present themselves at a worship service designated by the Elders, at which time applicants shall publicly affirm their membership commitment and be publicly acknowledged as members.

Section 5

If, upon review of an application for membership or after meeting with a prospective member, the Elders determine that the applicant does not confess Jesus Christ as his or her Lord and Savior, or that there is a lack of evidence of a godly lifestyle, membership shall be denied. The decision made by the Elders shall be final and there shall be no appeal to any court from that decision.

Section 6

Membership in this church shall not vest in any member any proprietary rights in the Corporation, but shall only entitle the member to vote at a meeting of the members on those matters that the Elders chose to submit to the church membership for affirmation or otherwise called for in this constitution. In such cases, voting privileges are restricted to members who are in good standing, who are not under any disciplinary action, and who have passed their eighteenth (18th) birthday.

Section 7

In matters of church discipline, the Elders will follow the Biblical precepts enumerated in the Statement of Faith listed in Article III section 14(E) of this Constitution.

Section 8

Members, who are in good standing, shall be released from membership upon their own request.

Implicit resignation will be assumed if a member fails, for a period of one year, to either record his presence at a service or business meeting., or make a written request to retain his membership while unavoidably unable to attend.

Article VI Church Organization and Administration

Section 1 Business Board and Officers

A. The governance of the finances and administration of the Church shall be vested in the Business Board. Only such men and women who meet the qualifications of a deacon, as set forth in I Timothy 3:8-13, shall be recommended for and hold office as members of the Business Board (hereinafter referred to as Board Members). In addition, all Board members are required to be members of the church who have signed the Articles of Faith and the Constitution and By-laws without mental reservation.

B. The Business Board (hereinafter referred to as the Board or Board of Directors) and shall consist of the following officers and members:

1. **The Chairman:** The office of the Chairman shall be occupied by the Senior Pastor. The Chairman shall be a voting ex-officio member of all committees. The Chairman shall have the authority to appoint a Vice Chairperson to perform such duties as determined by the Chairman. This appointment requires the approval of the Business Board.

2. **The Vice Chairman:** The office of the Vice Chairman of the Board shall be occupied by a Church Elder as appointed by the Chairman and approved by the Business Board. In the absence of the Chairman, or in the event of the disability of the Chairman, the Elected Vice Chairman shall perform all of the duties of the Chairman. When so acting, the Vice Chairman shall have all the powers and be subject to all of the restrictions of the Chairman. The Vice-Chairman shall have such other powers and perform such other duties as from time to time may be prescribed by the Business Board and/or by the By-Laws.

3. **The Treasurer:** The office of Treasurer shall be occupied by a Church Elder or a qualified lay member of the Church who meets the requirements set forth in Article VI, Section 1A. The Treasurer shall be elected by the Church Membership at the Annual Meeting for a term of Two years. The candidates to fill this position shall be submitted to the Members of the Church by the Elder Board. The Treasurer appointed by the Members of the Church shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the property and business transactions of the corporation. The books of account shall at all reasonable times be open to inspection by any Board Director. The Treasurer shall deposit, or cause to be deposited, in a timely manner, all monies and other valuables in the name and to the credit of the corporation with such depositories as may be designated by the Business Board. He or she shall disburse the funds of the corporation as may be ordered by the Business Board, shall render to the Chairman and Directors, whenever they request it, an account of all of his or her transactions and of the financial condition of the corporation, and shall have such other powers and perform such other duties as may be prescribed by the Board, including but not limited to:

- a. He or she shall arrange for people who are in good standing and approved by the elders to count all offerings of the church. He shall keep a record of the amount received for each fund, and ensure a weekly deposit of all funds is made in a manner approved by the Elders.
- b. He or she shall keep a confidential record of the contributions made by each contributor and prepare an annual giving report by February for the previous calendar year.
- c. He or she shall make quarterly and annual written reports to the Church. The Annual report of receipts and disbursements shall be distributed to each member at the annual meeting.
- d. He or she shall disburse funds only by traceable means (checks, credit cards, e-bank transfers, etc.) approved by the Board of Directors.

e. He or she shall disburse monies from the General Fund for supplies and materials on the basis of a purchase order or reimbursement request signed by the person authorized by the Elders for the category of purchase. All disbursements not included in the church budget must be approved by the Elders before such payment is made.

f. He or she shall disburse missionary and benevolent funds as designated by the donor, or, as in the instance of undesignated funds, as directed by the Elders. Questionable designations shall be referred to the Elders for a decision to disburse as designated or be returned to the donor.

g. He or she shall submit the financial records for external review in such manner and at such times as determined by the Elders.

The Treasurer may be assisted in his or her duties by the church bookkeeper(s) or accountant(s).

4. **The Secretary:** The office of Secretary shall be occupied by a Church Elder or a qualified lay member of the Church who meets the requirements set forth in Article VI, Section 1A. The Secretary shall be elected by the Church Membership at its Annual Meeting for a term of two years. The candidates to fill this position shall be submitted to the Church Membership by the Elder Board. The Secretary appointed by the Church Membership shall keep, or cause to be kept, a book of minutes of all meetings of the Business Board. Approved minutes will be signed and dated by the secretary and stored in a locked repository indefinitely. In the absence of the Secretary, another Board Member can record minutes but the repository responsibility remains with the Secretary. The Secretary shall keep a permanent record of all business transacted at any meetings of the Church membership and shall also secure, after each annual meeting, the signature of each Church officer, teacher, and ministry leader to the Statement of Faith. The Secretary will maintain an accurate record of the Church membership, including mailing address and email address, and perform any other duty usually devolving upon such an officer. The Secretary will make all filings required by the State of California and keep the record of corporate officers filed with the state up to date. The Secretary may be assisted in these duties by a Church staff administrator. The Secretary shall keep two back-up copies of all permanent records, either paper or electronic, in two offsite locations, real or virtual.

5. **Members at Large:** Members at Large shall consist of Church Elders or other member of the Church who meet the requirements set forth in Article VI, Section 1A. The Members at Large shall be elected by the Church Membership at its Annual Meeting for a term of one year. The candidates to fill these positions shall be submitted to the Church

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Membership by the Elder Board. The number of Members at Large shall be set by the Business Board.

C. The Business Board shall be responsible for the administration of the corporation, to include the following: the Church's finances and budget, the administration and management of the church facilities, the hiring and firing of personnel, employee compensation as well as other responsibilities prescribed by the By-Laws.

D. Any Board Member may be removed, either with or without cause, by a vote of three-fourths (3/4) of the current Members of the Business Board at any meeting of the Board of Directors. Any Board Member may resign at any time by giving written notice to the Board of Directors or to the Chairperson, or to the Secretary of the Corporation. Any such resignation shall take effect on the date of the receipt of such notice or at any future time specified therein. Unless otherwise specified, the acceptance by the Board of Directors of such resignation shall not be necessary to make it effective.

E. A vacancy in any office for any cause may be filled by action of the Board of Directors, at any meeting. The nomination to fill such vacancy shall be submitted to the Board of Directors by any Board member at least ten (10) days prior to any voting on the candidate. Each proposed officer/member shall be presented and voted upon separately at a Board meeting at which the Board of Directors shall elect or reject each such individual.

Section 2 Elders and Elder Board

A. Only such men shall be recommended for the office of Elder as are Biblically qualified, and can and will conscientiously sign the Articles of Faith and the Constitution and By-laws without mental reservation.

Elders are made up of all pastors and those lay members who are called by God, meet all of the requirements of Scripture, and have completed the Elder Selection Process. Elders shall be selected by the Elder Board for an indefinite term.

B. The Elder Board and Church shall be led by the Senior Pastor. (If assisted by a pastoral staff he may be further designated as the Senior Pastor.)

1. The Senior Pastor shall implement the policies as established by the Business Board. He shall have general oversight over all church staff, paid and unpaid, over all spiritual matters of the church, as well as all matters of Church ministry. The Senior Pastor shall also be responsible for the implementation of the various programs through pastoral, paid and volunteer staff. He will provide the leadership necessary to assure effective management and administration of the day to day affairs of the Church.

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2. The Senior Pastor shall have primary responsibility for the public pulpit ministry.
3. The Senior Pastor or his appointee shall be an ex-officio member of all other Church boards and committees.

C. Qualifications

The Elders shall meet the qualifications of 1 Timothy 3:1-7, Titus 1:5-9, and 1 Peter 5:1-3.

D. Duties

It shall be the duty of the Senior Pastor and Elders:

1. to care for the spiritual welfare of the members of the local Church. (Hebrews 13:17)
2. to provide leadership to the local Church. (1 Timothy 3:4,5; 5:17)
3. to guard the truth of the Scriptures and apply them to life situations. (1 Timothy 3:2; Titus 1:9)
4. to shepherd the members of the Church. To pray for the sick, and to minister the Word of God. (Acts 20:28; James 5:14,15)
5. to discipline the members. (Titus 1:13)
6. to control the choice of all pulpit speakers in the absence of the Pastor, of all special pulpit presentations, and of all outside speakers for groups within the Church.
7. to examine all applicants for membership, accepting only those who give personal testimony of their salvation in Christ of a good spiritual attitude, and of their agreement with the Statement of Faith of the Church.
8. to administer and assist in the administration of baptism and the Lord's Supper.
9. to interview and recommend to the congregation a new Pastor as needed.
10. to appoint Elders
11. to attend to all other spiritual and duties of ministry not mentioned above.

E. Termination of Office

1. Any Elder may resign effective upon giving written notice to the Senior Pastor. If the resignation is to take effect at some future time, a successor may be selected before that time.
2. Any Elder may be removed from office at any regular or special meeting of the Elders if he is found to be physically or mentally incapacitated, he ceases to hold to any part of the Statement of Faith, or

spiritually disqualified (according to pertinent Scriptures, including 1 Timothy 3:1-7 and Titus 1:5-9), after thorough corroborating investigation by the Elders, in accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15-18 and 1 Timothy 5:19. When an Elder is removed because of sin that is deemed sufficient to disqualify him from shepherding, and if he refuses to repent from that sin, the removal shall be accompanied by a public rebuke, and notice shall be made before the church and the congregation thereof at a regularly-scheduled worship service as prescribed in 1 Timothy 5:20.

3. An Elder or Pastor may retain his office only so long as he continues his commitment to the Covenant of Membership and Statement of Faith

F. Elder Board Meetings

1. The Senior Pastor shall be the Chairman of the Elder Board and shall moderate meetings of the Elders. The Senior Pastor shall designate an Elder to record and maintain the minutes of the Elder Board meetings which shall be kept in a secure location at the principal office of the Church. In addition, two back-up copies of all permanent records, either paper or electronic, in two offsite locations, real or virtual.

2. Regular meetings of the Elders shall be scheduled monthly. Special meetings may be called at the request of the Pastor. For time sensitive items which have previously been discussed or which do not require extensive discussion, the Elders may conduct business by email. All correspondence associated with such business must be addressed to the Pastor and all Elders. Result of any decisions shall be recorded in the minutes of the next meeting of the Elders.

4. The Elders may participate in a meeting through use of conference telephone or similar communications equipment, so long as all members participating in such meetings can hear one another.

5. A quorum for the conduct of normal business shall consist of a majority of the Elders. Although consensus will be sought on all issues, a majority vote of the Elders shall be sufficient to decide any issue not expressly requiring a greater majority.

6. Approval or disapproval of matters of special significance shall require a two-thirds vote of the Elders. These matters shall include, but not be limited to, changing of established and previously approved Church positions and policies, implementation of new programs or ministries that have a budgetary impact, selection of new members of the pastoral staff, matters of a personal nature to the pastoral staff in which a conflict of interest may be apparent, and pastoral requests for time away from pastoral duties for preaching missions and other ministerial activities. Additionally, any matter may be deemed of special significance at the request of any three Elders. While the vote of the two-thirds majority of

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the Elders shall be considered the will of the Elders, it shall be the goal of the Elders to achieve unanimity.

7. The Chairman shall assign an Elder to each specific church function as soon as practical after the annual election of officers to provide counsel, encouragement, prayer support, and other assistance to those responsible for the function. When the function does not fall under the administration of a pastor, the Elder shall be responsible for its administration.

Section 3 Staff

The church requires many kinds of workers to fulfill its purpose. Most of the work of the church is performed by volunteers but some functions require the expertise or diligence of paid staff. Most workers approaching full-time status will need compensation. Other workers may be able to perform similar functions without compensation.

A. Staff positions

1. The Business Board shall establish the need for staff, both paid and unpaid.
2. New positions or vacant positions which are not in the approved budget, and for which compensation is sought, shall be approved by the Business Board.
3. The Business Board may implement search procedures for the budgeted vacant positions.
4. The Business Board shall establish procedures for maintaining a salary schedule to provide for equitable review and adjustment of compensation appropriate to each position.

B. Pastoral Staff

1. The church may employ pastors and pastors-in-training to assist the Pastor in his pastoral duties. Members of the pastoral staff may be given descriptive titles which designate particular gifts, responsibilities and duties but for the purposes of this document shall be termed Assistant Pastors.
2. Assistant Pastors shall meet the qualifications (Article VI Section 1A) and have a share in the duties (Article VI Section 1B) of the Pastor and Elders.
3. The Elders shall be responsible for recommending to the Business Board candidates for Assistant Pastors to fill budgeted positions. Upon recommendation of the Pastor, new Assistant Pastors will be approved by a two-thirds majority vote of the Business Board. The Senior Pastor shall be responsible for assigning specific duties to Assistant Pastors and listing these in appropriate position descriptions.

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4. Assistant Pastors may be terminated by a two-thirds vote of the Business Board or by the Senior Pastor.
 5. An Assistant Pastor may resign his position with a 90-day notice or within a shorter period if mutually agreed.
- C. Vocational Staff

Upon recommendation of the Senior Pastor, the Business Board shall employ persons to fill budgeted positions in administrative, secretarial, clerical and custodial staff. Staff may be employed on a full-time or part-time basis. A budgeted position shall not be required if an individual volunteers to serve in a staff position on an unpaid basis.

The Senior Pastor shall directly or indirectly supervise the vocational staff. Supervisory authority for individual tasks may be delegated to Elders, Assistant Pastors or members of the Vocational Staff.

D. Volunteer Staff

Most of the teaching ministry of the church is performed by the volunteer staff. Each teaching ministry is the responsibility of an Elder. Each teacher shall annually subscribe to the Statement of Faith.

Section 4 Other Committees and Positions

The Elders shall appoint Deacons and Deaconesses and others as necessary to assure effective operation of all Church services and ministries. Deacons shall meet the requirements of 1 Timothy 3:8-13. Deaconesses must meet the equivalent criteria. Composition of committees= terms of office, and duties shall be as determined by the Elders and included in the Operating Procedures Manual.

Section 5 Operating Procedures Manual

The Elders shall establish and maintain an Operating Procedures Manual which shall be in accordance with and subordinate to this Church Constitution. Changes may be proposed at any Elder meeting. However, any proposed change shall be approved by a majority vote at two successive monthly meetings before it is adopted as part of the Operating Procedures Manual. This Manual and its contents shall be reviewed annually by the Church Board. This Manual will establish:

- rules and procedures governing Church business
- membership procedures, duties and discipline
- operating procedures for committees
- policies governing auxiliary bodies of the church
- job descriptions and conditions of employment for staff
- other policies and procedures deemed necessary by the Elders.

Section 6 Business Meetings and Fiscal Matters

- A. An annual Congregational Business Meeting shall be called by the Chairman of the Business Board as close in date to January 15th each year as is conveniently possible. At the Annual Meeting the voting membership shall approve the annual Church budget and conduct other business of the church.
- B. Special business meetings of the church shall be called by the Chairman of the Business Board whenever required.
- C. The Annual Business Meeting and Special Business Meetings shall be held following notice given at the regular weekly meeting of the Church on at least two consecutive weekends immediately prior to the weekend of the Special Business Meeting. Such meetings are termed duly called business meetings in the remainder of this document.
- D. For all congregational business meetings, the members present shall constitute a quorum for conducting business.
- E. The Fiscal Year of the Church runs from January 1 through December 31.
- F. If a new budget is not adopted at the annual meeting, necessary expenditures may be made as though the previous year's budget had been extended until such time as a new budget is adopted at a duly called business meeting.

Section 7 Voting

- A. A two-thirds majority vote of ballots cast shall be required to resolve all matters brought to a vote at a duly constituted congregational business meeting with the following exceptions:
 - 1. Changes to the Statement of Faith and changes to this voting requirement shall require a nine-tenths majority of votes cast at an Annual Meeting and for which the proposed changes shall have been issued in writing monthly to all members the six months preceding the vote.
- B. A written ballot shall be required for all matters submitted to a congregational vote.

Article VII Church Records

Section 1 Maintenance of Records

- A. General Records

An accurate, complete, and permanent record shall be kept of the procedures and decisions of all regular and special business meetings of the Church Congregation, Business Board, the Elder Board, the Nominating Committee, and all the other committees and subcommittees reporting to the Elders. The Secretary shall be responsible for the official

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Church records, and the respective secretaries shall be responsible for the records of other Church activities.

B. Confidential Records

Discussions by the Elders or the Business Board of items of a personal nature which do not result in a recommendation to the Church membership will not be entered in the minutes of the meetings. Such matters may be included as attachments to the minutes and may include but not be limited to:

1. pastoral and staff counseling of individuals.
2. discussion of proposed disciplinary actions that do not result in recommendation to the membership.
3. other items of a personal nature, revelation of which would result in unnecessary embarrassment to the parties involved.

Section 2 Inspection of Records

A. The following records shall be open to inspection by the members at all reasonable times during office hours:

1. the original or a copy of this Constitution and By-laws, as amended to date and certified by the Secretary.
2. records of regular and special meetings of the Church congregation maintained by the Secretary.
3. minutes of the regular and special meetings of the Elders, Search Committee, and Business Board meeting.
4. the original or a copy of the Operating Procedures Manual as amended to date and certified by the Chairman of the Elders.

Confidential records as described above shall not be open to inspection by the Church members other than the Pastor, Elders, or Board of Directors.

Article VIII Licensing, Commissioning and Ordination

Section 1 Licensing for Ministerial Duties

A license to serve as a pastor will be granted by the Elders to non-ordained Pastors and Assistant Pastors for the duration of their employment by the Church. In addition, the Elders may license Lay-Pastors for a term of up to one year, with the license renewable annually.

1. The applicant must be in agreement with the Church Statement of Faith.
2. The applicant shall have had at least one year of Bible training in some school approved by the Elders or shall have had the acceptable equivalent of such training as determined by the Elders.

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3. The applicant shall meet the qualifications of a Pastor given in Article VI, Section 1A.
4. In the case of a Lay-Pastor, the applicant shall have made written request to the Elders, setting forth his intended use of the license.
5. Licenses are issued only to members of Community Bible Church.

The Elders, after approving the request, shall advise the Church membership at a subsequent weekend service meeting that the license has been granted.

Section 2 Commissioning of Missionaries and Chaplains

The Elders may Commission Missionaries and Chaplains for an indefinite term for service in specific ministries. Candidates must meet all the qualifications of a licensed lay pastor.

Section 3 Ordination to the Gospel Ministry

The Elders shall seek out and encourage the ordination of those men who have demonstrated that they are called by the Holy Spirit to a life-committed ministry of the Gospel of Jesus Christ and are, at the time of ordination, involved in the ministry of Leading, Teaching, Preaching, Counseling, and/or Shepherding people in a Godly and successful manner. The Church may publicly ordain such men and present them with a certificate of ordination, indicating their calling.

The applicant must be a member of this Church in full agreement with the Church Statement of Faith, meet the biblical qualifications stated in 1 Timothy 3:1-7, Titus 1:5-9, and 1 Peter 5:1-3, and has successfully completed the ordination procedure.

The Church reserves the right to revoke the ordination of any person who brings disgrace upon the Name of Jesus Christ, upon recommendation of the Elders.

Article IX Dissolution

Section 1

No part of the net earnings of the Corporation shall ever inure to the benefit of any donor, member, director, officer of the Corporation, or any private individual; and no donor, member, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporation assets.

Section 2

Upon dissolution, any assets of the corporation must be distributed to one or more organizations to be named by the then Business Board of the Church. These organizations must be recognized by the Internal Revenue Service as being organized exclusively for religious purposes and must have a Statement of Faith and purposes similar to those of this Church.

Article X Amendments

Section 1

With the exception of the Statement of Faith, this Constitution may be amended, modified, or replaced by Elders. All changes to the Constitution must be thoroughly explained to the congregation, in the light of Scripture, by the Pastor and Chairman of the Elders and presented to the congregation for a vote of affirmation at a duly called business meeting.

Article XI Miscellaneous

Section 1 Execution of Documents

The Business Board of Directors may authorize any officer or officers to enter into any contract or execute any instrument in the name of and on behalf of the Church, and such authority may be general or confined to specific instances. Such authorization, if given, shall be in writing and signed by the Secretary. The authorization must reference the Business Board meeting minutes at which approval was given and a copy of the authorization must be filed with the Business meeting minutes. One officer may be authorized to execute instruments valued at \$10,000 or less but two officers are required to execute instruments creating indebtedness. Unless so authorized by the Business Board, no officer, agent, or other person shall have any power or authority to bind the Church by any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount.

Section 2 Construction and Definitions

Unless the context otherwise requires, the general provisions, rules of construction, and definitions contained in the California General Nonprofit Corporation Law shall govern the construction of these By-laws.

Unless otherwise indicated in this document Amajority@ indicates a simple majority.

Section 3 Rules of Order

The rules contained in *Robert's Rules of Order** shall govern all meetings of the Church congregation and the Elder Board except in instances of conflict between said Rules of Order and the Constitution and By-laws of the Church or provision of law.

* The Parliamentarian may consistently use any recent edition.