

By Laws of

Armenian Reformed Bible Church

Adopted July 11, 2013

Contents

Article I

The name of the Corporation

Article II

Purpose

Article III

Statement of Faith

Article IV

Corporate Membership

Article V

Church Membership

Article VI

Office Bearers

Article VII

Other Councils and Committees

Article VIII

Officers of the Corporation

Article IX

*Ordination, Licensing, and
Commissioning*

Article X

Ordinances

Article XI

Congregational Meetings

Article XII

Settlement of Disputes

Article XIII

Other Provisions

Article XIV

*Receipt, Investment, and Distribution of
Funds*

Article XV

Corporate Records and Reports

Article XVI

Dissolution

Article XVII

Amendments

ARTICLE I

The Name of Corporation

The name of this Corporation is **Armenian Reformed Bible Church**. It is a California nonprofit religious Corporation.

ARTICLE II

Purpose

The purpose of this church is to glorify the God of the Scriptures, in promoting His worship, edifying saints, and evangelizing sinners. To this end we are committed to worshipping God, preaching and teaching the Bible, proclaiming the whole counsel of God especially His glorious Gospel of Grace in Jesus Christ throughout the world and to defending the “faith once delivered unto the saints” (Matthew 28:18-20; Jude 3).

ARTICLE III

Statement of Faith

The statement of faith of this Corporation is that which is incorporated in this Article and as filed in the Office of the Secretary of the State of the State of California. The statement of faith for this Corporation is as follows:

1. The Bible (the 66 books of the Old and New Testaments) is the written Word of God. The Bible is the revelation of God’s truth and is inspired by the Holy Spirit, infallible, inerrant, and is the sole authority in all matters of faith and practice, alone binding the conscience.
2. There is one living and true God, self-existent, eternal, infinite, all knowing Spirit, holy, and glorious; immutable in His being and perfection; the Creator of all things, and the Sovereign of the Universe.
3. God is one in essence, eternally existing in three Persons (Holy Trinity) - Father, Son, and Holy Spirit – coequal, co-substantial, and coeternal, equally to be worshiped and obeyed.
4. God the Father, the first person of the Trinity, is sovereign in creation, providence and redemption. He has decreed for His own glory all things that come to pass, and is continually upholding and governing all creatures and events. He concerns Himself mercifully in the affairs of men, He hears and answers prayer, and He saves from sin and death all who come to Him through Jesus Christ.
5. Jesus Christ, the second person of the Trinity, is the eternal Son of God, begotten by God; and in His incarnation was conceived by the Holy Spirit and born to the virgin Mary.

6. The Holy Spirit, the third person of the Trinity, convicts the world of sin, righteousness and judgment. He is the life of the believer and empowers the preaching and teaching of the Gospel.
7. Mankind was created in the image of God, sinned, became corrupted by the Fall, and incurred spiritual and physical death, alienated from God. As a result, human beings are born with a sinful nature, spiritually dead, at enmity with God, and under His condemnation and wrath.
8. Sinners are totally unable and unwilling to incline themselves to God, or to save themselves, or to exercise faith without first being spiritually reborn (regenerated) by the sovereign work of the Holy Spirit.
9. From all eternity God determined to exercise saving grace according to the good pleasure of His will and not according to any human action, merit or foreseen faith. God's election is based purely upon His sovereign grace and not upon anything done by humans.
10. Jesus Christ in His incarnation assumed a human nature, perfectly united to His divine nature, being fully God and fully man. Through His perfect life and sacrificial death, He was obedient to the righteous demands of God's law, suffered and died on the cross, taking upon Himself the penalty of sin (Father's wrath), accomplishing true and proper atonement. Thus He rendered perfect satisfaction to the Father.
11. The Lord Jesus Christ arose bodily from the dead, ascended to heaven, and sits at the right hand of the Father; and ever lives to make intercession for His people.
12. The blessed hope of the Christian is the personal, visible and imminent return of the Lord and Savior Jesus Christ with glory to judge the living and the dead.
13. Those whom God the Holy Spirit regenerates are spiritually born again, who being made willing and able will repent of their sins and believe in the Lord Jesus Christ and be saved. They thereby become children of God and heirs of eternal life.
14. All such who believe are indwelt and sealed by the Holy Spirit, are preserved according to God's promise and power, and shall not lose their salvation.
15. The universal church is a living spiritual body of which Christ is the head and all regenerated persons are members. The mission of the church is to worship God, preach the Word of God, edify believers, equip them for ministry and proclaim the Gospel of Jesus Christ to a lost world.
16. All aspects of our lives are to be lived to the glory of God under the Lordship of Jesus Christ.
17. The sacraments of Baptism and the Lord's Supper (Communion) are ordinances appointed by the Lord to His church. These two sacraments should be observed and administered until the return of the Lord Jesus Christ.
18. The unregenerate will be judged and condemned to eternal conscious torment in hell, the lake of fire.
19. In addition we hold to the "Apostles' Creed," the "Nicene Creed" and the Five "Solas" of the Protestant Reformation – Sola Scriptura (Scripture Alone); Sola Fide (Faith Alone); Sola Gratia (Grace Alone); Solus Christus (Christ Alone); Soli Deo Gloria (Glory to God Alone). These were the five great foundational cries of the Protestant Reformers, in response to perversions of the truth.

This confession of faith provides a concise statement of biblical doctrine. In no way is it a replacement of or equal to the infallible authority of the Word of God.

ARTICLE IV

Corporate Membership

Section 1. Corporate Members

The Corporation shall have no members. Any action which would otherwise require approval by a majority of all members shall only require approval of the Board of Pastors. All rights which would otherwise vest in the members shall vest in the Board of Pastors.

Section 2. Members of the Fellowship

Nothing contained in Section 1 of this Article shall be construed to limit the right of the Corporation to refer to persons associated with the Corporation as ‘members’ even though such persons are not corporate members, and no such reference in or outside of these Bylaws shall constitute anyone being a member, within the meaning of Section 5056 of the California Nonprofit Corporation Law. The Corporation may confer by amendment of its Articles or of these Bylaws some or all of the rights of member, as set forth in the California Nonprofit Corporation Law, upon any person or persons who do not have the right to vote for the election of officers or on a disposition of substantially all of the assets of the Corporation or on a merger on a dissolution or on changes to the Corporation’s Articles or Bylaws, but no such person shall be a member of said Section 5056.

ARTICLE V

Church Membership

Section 1. Purpose of the Fellowship

The congregation of Christian believers who have applied for membership and have dully been accepted shall constitute a spiritual body, united for the spiritual purposes set forth in Article II of the Articles of Incorporation, and in Article II of these Bylaws.

Section 2. Active Membership

Any person who professes repentance toward God and faith toward our Lord Jesus Christ, who has been baptized upon profession of his/her faith, and who expresses substantial agreement with the doctrines of this church (as set forth in Article III – Statement of Faith), aims, and government of this church, shall be eligible for membership. If the applicant has been a member of another evangelical church, a letter of inquiry into his or her standing with that church will be sent before final acceptance is made.

Section 3. Voting Privileges

Membership in this church shall not vest in any member any proprietary rights in the Corporation, but shall entitle the member to affirm by voting at a meeting of the members on those matters that the Board of Pastors chooses to submit to the church membership for affirmation. In such cases, affirmation privileges are restricted to members who are in good standing, who are not under any disciplinary action, and who have passed their eighteenth birthday. Membership shall not be assignable, inter-vivo by any member nor shall membership vest to any personal representative, heir, or devisee.

Section 4. Application for Membership

The church will hold annual church membership classes, over a period of 4 to 6 weeks, presenting a brief history of the Armenian Reformed Bible Church, the church's doctrinal beliefs, government of the church, and the responsibilities and duties expected of members. All persons desiring to be members of the church must first take part in such membership classes.

Any person who meets the above mentioned requirements in Section 2, having also gone through a membership class, shall present their request for membership to the Board of Pastors.

The Board of Pastors shall then fix a time and place for meeting with the applicant who shall attend and be questioned as to his or her basic Christian experience, doctrinal beliefs, and seriousness of intention to support the total ministry of this church. Any questions about or disagreements with the Statement of Faith or Bylaws must be indicated on the membership application. The Board of Pastors will evaluate these questions or disagreements to determine whether the request for membership will be approved.

Section 5. Denial of Membership

If, upon review of an application for membership or after meeting with a prospective member, the Board of Pastors determines 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 Board of Pastors shall be final and there shall be no appeal to any court from that decision.

Section 6. Admission of Applicants

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

All who are received into the membership of the church in line with the above stated conditions shall be considered members in good standing until such status is changed by one of the conditions set forth in Section 4.

Section 7. Responsibilities of Members

Members shall seek to exercise their spiritual gifts for the mutual benefit of all the church body and shall submit to the leadership of the Pastors.

The following items are expected of the members:

(a) Means of Grace - All public and private means of grace, such as regular attendance at the church's Sunday service of worship and Christian Education studies (adult and children's classes), daily reading of the Bible, and private and family prayers, shall be urged upon the members.

(b) Government of the Home - The church expects its members to follow the Scriptures in home government. God has required that godliness in the home have high priority in every life. The home holds a central attention in God's Law and is the object of frequent exhortations in the New Testament. Men are expected to rule their homes with gentleness but firmness, following Christ's model (Ephesian 5:25). Women must be subject to their husbands in everything, as to the Lord (Ephesians 5:22). Parents must train up their children in the nurture and admonition of the Lord (Ephesians 6:4), by holy example, catechizing, consistent education, and firm discipline (including corporal punishment). Children must reverently obey their parents (Ephesians 6:1). These primary responsibilities, prayerfully executed, will honor the name of Christ in the community and strengthen the cause of Christ in generations to come.

(c) Missions and Witnessing - It is the duty of every Christian and of every church to seek and extend the Gospel to the ends of the earth. Missionary efforts are the natural consequences of regeneration (Psalm 51:10-14). "Preach the Gospel" is a frequently repeated command of Christ. It is the duty of every child of God to witness by life and word. Personal efforts at witnessing for Christ are expected of every member. Beyond this we are committed to common efforts for sending the Gospel to the ends of the earth.

(d) Principles of Giving - We also assert our conviction that Christians are to support the work of the Lord by offerings made to the local church. Proportionate giving is a distinct and positive command in Scripture (Malachi 3:8-11). Hence we pledge ourselves to systematic contribution for the support of this church with a proportion of our income, according to the principle in 1 Corinthians 16:2.

(e) Serving - Every Christian is born of and indwelt by the Holy Spirit (Acts 2:38; Romans 8:9; 2 Corinthians 1:22). The Bible teaches that each and every believer is gifted by the Holy Spirit and has an important function to play in the body (1 Corinthians 12:11, 14-25).

This church affirms the idea of an "every-member ministry," calling all believers to actively exercise their spiritual gift(s), in word or deed, as given and empowered by the Holy Spirit, for the service, strengthening and edification of others, and for the building up of their faith (1 Corinthians 12:7; Ephesians 3:2; 4:11-13).

It is to be noted that members who serve in church ministries or functions which deal with the communication of the Word of God (in teaching, leadership, counseling, worship service, music ministry, etc.) are to be in full agreement with the doctrines of this church (as set forth in Article III – Statement of Faith), aims, and government of this church. Should such a member, at any time move from this position, he/she is under spiritual and moral obligation to make this known to the Board of Pastors.

(f) Christian Liberty - We shall require of each other in our daily walk and conversation loyal obedience to all those moral precepts established in the Word of God (Hebrews 10:24, 25).

However, where God has not prohibited certain practices in His Word, the Christian has liberty to participate in them. The following principles must always guide the Christian's exercise of liberty:

(1) Fear of God - As the servant of Christ, all actions must be moved by a motive of love to God, and all objects must be used for His glory. The term "liberty" is often used as a cloak of malicious self-indulgence, which is sin (I Corinthians 10:31; I Timothy 4:4, 5; I Peter 2:15, 16).

(2) Love of Fellow-Saints - Though no man may dictate to the Christian's conscience, the welfare of fellow-saints must always deeply affect his decisions. In a spirit of serving the fellow-saints, he must do that which he judges will edify them and prevent their stumbling (Galatians 5:13; I Corinthians 8:9; 10:23).

(3) Compassion for Sinners - Use of liberty must always be regulated by its effect upon sinners, and that behavior chosen which is likely to win some (I Corinthians 9:19-22).

(4) Watchfulness over the Soul - Though free in conscience to use all of God's creation, carefulness in practice is demanded because of remaining lusts. Where the Christian judges himself weak through lust, he must abstain in order to perseverance (I Corinthians 9:23-27).

Section 8. Termination of Membership

(a) By Dismissal - Letters of dismissal shall be granted by the Board of Pastors to members who apply for them provided they are in good standing and not subject to or under discipline at the time of application. When such letters have been granted, the relationship to this church shall be considered terminated. Letters of dismissal shall be given only to other evangelical churches.

(b) By Exclusion - If a member is habitually absent from the church's Sunday service of worship and Christian Education studies, as outlined in Section 7 (a), without just cause; or requests severance of membership, the member may be excluded from the membership at the discretion of the Board of Pastors.

If a member, involved in a ministry or service, is habitually absent from the church's Sunday service of worship and Christian Education studies, as outlined in Section 7 (a),

the Pastors will meet with them and review their circumstance. If they are away for a temporary period of time and will be returning then at the discretion of the Board of Pastors their ministry may be postponed or taken over by others willing and able to serve, for a period of time as determined by the Board of Pastors.

(c) By Excommunication - It is right and in harmony with the Scriptures for the congregation, upon recommendation of the Board of Pastors, to exclude and dismiss from this fellowship any person who persists in holding false or heretical doctrine; or who obviously and persistently lives inconsistently with their Christian profession; or who lives in violation of the law or public morals; or who walks disorderly; or any person who persists in disturbing the unity and peace of this church (See Matthew 18:15ff; I Corinthians 5:1ff; II Thessalonians 3:6, 11-15; Romans 16:17).

Section 9. Excommunication from Church Membership

The procedure of excommunication shall be in the following manner. The member in question shall first be interviewed as directed in Matthew 18:15-18. If this does not lead to restoration of fellowship, written charges shall be filed with the Board of Pastors. After a fair and impartial hearing of all the witnesses accessible and all the facts ascertainable, if 2/3 of the Board of Pastors (all, if less than 3 pastors) believe the accused to be guilty, the Board of Pastors shall announce the decision to excommunicate at a regular worship meeting scheduled by the Board of Pastors.

Section 10. Restoration to Church Membership

The church may restore excluded or excommunicated members back into the church's membership. The membership restoration procedure shall be in the following manner.

The person seeking membership restoration shall submit a written request to the Board of Pastors giving sufficient and satisfactory evidence of being penitent of the reasons for which he/she was excluded or excommunicated (II Corinthians 2:6-8). Upon receipt of this request, the Board of Pastors shall fix a time and place for meeting with the applicant who shall attend and be questioned as to his or her seriousness of intention to wholeheartedly support the total ministry of this church, and to adhere to the membership requirements and expectations as set forth in Article V of these By Laws.

Upon 2/3 approval of the Board of Pastors (unanimous, if less than 3 pastors), the name of the applicant seeking restoration and the recommendation for his/her restoration shall be printed in the church bulletin for a minimum of two weeks for anyone in the congregation, who may have any objection to this recommendation, to approach any of the Pastors privately and express their objection. During the two week period if no objections are received, the restoration of the applicant shall be announced in a regular worship meeting scheduled immediately upon the elapse of the two weeks notification time period.

In the event where objections are received from the congregation, the person objecting to the restoration recommendation shall meet with the Board of Pastors and shall present the

objection(s). After a fair and impartial hearing of all the witnesses accessible and all the facts ascertainable, if 2/3 of the Board of Pastors (all, if less than 3 pastors) believe the accused to be guilty then the Board of Pastors shall withdraw its recommendation until the objections are resolved. However if the Board of Pastors deem the objection(s) unmerited, the recommendation shall stand in force and the applicant shall be restored to church membership.

Section 11. Church Discipline

- (a) Corrective discipline implies disorderly conduct or heretical doctrine that is opposed to the church's life and faith. Reasonable efforts shall be made to clear up difficulties and remove offenses before any action is taken. No offense shall be brought before the church until the instructions of Christ have first been followed (Matthew 5:23, 24; 18:15, 16). The three fold purpose of church's corrective discipline is (i) to glorify God by maintaining purity in the local church (1 Corinthians 5:6), (ii) to edify believers by deterring sin (1 Timothy 5:20), and (iii) to promote the spiritual welfare of the offending believer by calling him or her to return to a biblical standard of doctrine and conduct (Galatians 6:1).
- (b) Members of this church and all other professing Christians who regularly attend or fellowship with this church who hold to heretical doctrine, or who engage in conduct that violates Scripture as determined by the Board of Pastors, shall be subject to church discipline, including dismissal and excommunication according to Matthew 18:15-18.

Before such dismissal, however, (1) it shall be the duty of any member of this church who has knowledge of the erring individual's heresy or misconduct to warn and correct such erring individual in private, seeking his or her repentance and restoration. If the erring individual does not heed this warning, then (2) the warning member shall again go to the erring individual, seeking his or her repentance, but accompanied by one or two individuals who shall confirm that the sin has occurred or is continuing to occur, and/or that the erring individual has been appropriately confronted and has refused to repent. The first and second warnings may occur with no specified time interval. If the erring individual still refuses to heed this warning, then (3) it shall be brought to the attention of the Board of Pastors.

If 2/3 of the Board of Pastors (all, if less than 3 pastors) determines – after thorough investigation in accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15-18 and 1 Timothy 5:19 – that there is corroborating evidence that the erring individual has sinned or is continuing to sin, that he or she has been appropriately confronted, and that he or she has refused to repent, then the Pastors shall inform the church and the congregation thereof at a regularly scheduled worship service in order that the church may call the erring individual to repentance. If the erring individual demonstrates repentance, then notice to that effect may be given at a regularly scheduled worship service. If, however, the erring individual does not repent in response to the church in its collective call to repentance, then (4) he or she shall be publicly dismissed from the fellowship and/or membership of the church and the congregation thereof at a regularly scheduled worship service. If the erring individual, after such dismissal, heeds the warning, demonstrates repentance, and requests reinstatement before the Board of Pastors, then he or she shall be

publicly restored to all the rights, duties, privileges, and responsibilities of fellowship and/or membership.

- (c) Notwithstanding the foregoing, the pastors in the exercise of their discretion may proceed directly to the third stage of church discipline, (i.e. the informing of the church and the congregation thereof at a regularly scheduled worship service in order that the church may call the erring individual to repentance) or to the fourth stage of church discipline, (i.e. the dismissal from the fellowship and/or membership of the church) when one or more of the following have occurred:
- (i) Where the transgression and the refusal to repent have been public, i.e. openly and to the offense of the whole Church (1 Corinthians 5:1-5)
 - (ii) Where the disciplined party has taught or otherwise disseminated doctrine deemed false or erroneous by the pastors, then chosen to disregard the direction and reproof of the pastors (Romans 16:17); or
 - (iii) Where the disciplined party has been warned twice to cease from factious and divisive conduct and has chosen to disregard that warning (Titus 3:10-11)
- (d) The members of this church, and all other professing Christians who regularly attend or fellowship with this church, agree that there shall be no appeal to any court because of the dismissal or because of public statements to the congregation at the third or fourth stages of church discipline. Members who are under discipline by the church, as defined in the previous paragraphs, forfeit and waive the right to resign from this church. Resignations from membership are possible only by members who are in good standing and who are not under any disciplinary action.

ARTICLE VI

Office Bearers

Section 1. General

Jesus Christ alone is the Head of His Church. However, as Head, He has ordained that individual churches should be blessed with the spiritual rule and ministry of special office bearers. Though it is clear that each member of the church is called to live a holy and blameless life before God (Philippians 2:14-16; Ephesians 1:4), it is equally clear that this calling is required in a still higher degree, in those who are entrusted with the spiritual leadership and care of the church. As they occupy a place of greater honor and authority, so they are called to greater responsibility and accountability.

Therefore, it is the earnest duty of the church to seek to discover those whom Christ the Lord has called and imparted the necessary gifts for office bearing, and having formally recognized such, to set them apart by united prayer and to submit to their rule and ministry.

Christ has ordained that the administration of local churches is to be by pastors and deacons, two offices that will continue in the church until Christ's return.

Section 2. Pastors (Elders)

In the Bible the terms Pastor, Shepherd, Bishop and Elder are all used to refer to the same office in the church. Pastors are responsible for the spiritual ministrations of the church, the implementation of church discipline, and watching over the souls of the members as those who must give account to God for this responsibility. They shall exercise the oversight of the church in all its ministries and functions. Anyone desiring the office of a Pastor must evidence the personal, domestic, and ministerial qualifications as set forth in I Timothy 3:1-7 and in Titus 1:5-9. Pastors must seek to discharge their duties as set forth in the Scriptures, particularly such passages as Acts 20:17, 28ff, I Peter 5:1-4, and Hebrews 13:17.

Apostle Paul talks about elders (pastors) and their qualifications in 1 Timothy 3. Yet, in the same epistle in chapter 5 verse 17 he writes, "Let the elders who rule well be considered worthy of double honor, especially those who labor in preaching and teaching." This clearly indicates that within the office of the eldership there were elders who did one thing (rule), while there were also those who did two things (rule plus laboring in preaching and teaching).

Therefore in accordance to Scripture, this church recognizes the roles of Teaching-Ruling Pastors; as well as Ruling Pastors (Acts 6:4; I Timothy 5:17-18). Though both roles are under the one office of Eldership, there is an important division of responsibility among them.

- Teaching Ruling Pastor - While every pastor bears spiritual rule over the church, and must be "apt to teach", some will be more engaged in formal and public teaching, set apart for prayer, the study of the Word and its doctrines. They are the primary preachers and teachers of the church.
- Henceforth Teaching Ruling Pastors will be identified in this document and in church matters as Teaching Pastors.
- Ruling Pastors – Though these pastors participate in spiritual ministry and are equal in office with the Teaching Pastors, they will be more exclusively engaged in the details of ruling, involved in oversight of the congregation, pastoral care of all the members, discipline, leadership and legislation. They are called to faithfully rule the church with wisdom, discernment and sound judgment.
- Ruling Pastors have an equal vote and the same authority, in every respect, with the Teaching-Ruling Pastors. A Ruling Pastor may, as led by the Lord, perhaps also through further theological education and training, become a Teaching Pastor of the church.

Anyone called to the Pastoral office must be able to conscientiously affirm his agreement with the Articles of Faith and Constitution of this church. Should he at any time move from this position, he is under spiritual and moral obligation to make this known to the Board of Pastors.

Pastors are subject to each other, none having superior authority.

Section 3. Selection of the Pastors

The pastors shall be selected by the Board of Pastors and confirmed by the members of the church at its annual meeting or at a special business meeting. The Board of Pastors selects a pastor by its unanimous vote and the church members confirm the Board's decision with three-fourth (3/4) of the members present at the meeting during which the confirmation is held.

A pastor shall be in office an indefinite period of time subject to the following reservations:

- (a) If the pastor's life or teaching shall violate the standards of this church (as set forth in Article III – Statement of Faith, and Article VI – Section 7 – Qualification of pastors), and the Board of Pastors unanimously so recommends, the services of the pastor may be terminated following a congregational meeting, at which his dismissal has been confirmed by a majority vote of those members present and voting. The dismissal may be immediate or after a one month's notice.
- (b) If the pastor intends to resign and leave the church, by giving a month's notice.

The time limit of the pastor's resignation or dismissal is subject to a lesser time if both the pastor and the church by mutual agreement provide otherwise.

In the event of the death of a teaching pastor, the Board of Pastors shall either prayerfully delegate his duties and powers to any other teaching pastor, or select a new teaching pastor (see sections 7-9 in this Article). A new teaching pastor must subscribe to the tenets of faith set forth in these bylaws and agree to abide by the provisions set forth herein.

Section 4. Duties of Teaching Pastors

Teaching pastors shall be ex officio members of all councils and committees, and they shall be responsible to the Board of Pastors. Teaching pastors shall arrange for and conduct all public and regular services of the church and shall be responsible for general oversight of the spiritual welfare of the church. Teaching pastors will be in charge of the pulpit and teaching ministry, and of the dispensing of the sacraments. In the absence of teaching pastor(s), the Board of Pastors, or their appointed designee, shall be responsible to arrange for the public and regular services of the church.

Section 5. Powers of the Board of Pastors

Subject to the limitations of the Articles and these Bylaws and of pertinent restrictions of the Corporation Code of the State of California, all the activities and affairs of the Corporation shall be exercised by or under the direction of the Board of Pastors, who are responsible for the spiritual shepherding and oversight of the flock. Without prejudice to such general powers, but subject to these same limitations, it is hereby expressly declared that the Board of Pastors shall have the following powers in addition to the other powers enumerated by these Bylaws:

- (a) To select and remove all the officers, agents, pastors, staff, and employees of the Corporation; prescribe such duties for them consistent with the Scriptures, with law, with the Articles of Incorporation, or with these Bylaws; and fix the terms of their offices and their compensation.
- (b) To make such disbursements from the funds and properties of the Corporation as are required to fulfill the purposes of this Corporation as are more fully set out in the Articles of Incorporation, thereof and generally to conduct, manage, and control the activities and affairs of the Corporation and to make such rules and regulations consistent with the Scriptures, with law, with the Articles of Incorporation, or with these Bylaws, as they may deem best.
- (c) To adopt, make and use a corporate seal, and to alter the form of such seal from time to time as they may deem best.
- (d) To establish policies and practices for the church consistent with the purposes of this Corporation.
- (e) To administer the ordinances of the Baptism and Communion.
- (f) To borrow money and incur indebtedness for the purposes of the Corporation and to cause to be executed and delivered, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, or other evidences of debt and securities.
- (g) To carry on a business and apply such profit that results from the business activity in which it may legally engage.

Section 6. Number of Pastors

The number of pastors shall be no less than two and it may grow, as led by the Lord, and depending upon necessity and as deemed desirable and appropriate by the governing Board of Pastors.

Section 7. Qualifications of Pastors

Eldership is a divine call to serve and shepherd the Church. A pastor must be an active member of this church and possess the qualifications described in 1 Timothy 3:1-7 and Titus 1:6-9. He shall be:

- (a) Blameless as a steward of God; above reproach (1 Timothy 3:2, Titus 1:6-7)
- (b) Husband of one wife, a one-woman man (1 Timothy 3:2 , Titus 1:6)
- (c) Temperate, sober, vigilant (1 Timothy 3:2)
- (d) Sober-minded, prudent (1 Timothy 3:2; Titus 1:8)
- (e) Of good behavior, orderly, respectable (1 Timothy 3:2)
- (f) Given to hospitality (1 Timothy 3:2, Titus 1:8)
- (g) Apt to teach; able to teach; he can exhort believers and refute false teaching (1 Timothy 3:2, Titus 1:9)
- (h) Not given to wine (1 Timothy 3:3, Titus 1:7)
- (i) Not violent, not pugnacious (1 Timothy 3:3, Titus 1:7)
- (j) Patient, moderate, forbearing, gentle (1 Timothy 3:3)

- (k) Not a brawler, uncontentious; not soon angry or quick-tempered (1 Timothy 3:3, Titus 1:7)
- (l) Not covetous, not a lover of money, not greedy of base gain (1 Timothy 3:3, Titus 1:7)
- (m) Rules his own house well, his children are faithful, not accused of rebellion to God (1 Timothy 3:4, Titus 1:7)
- (n) Not a novice, not a new convert (1 Timothy 3:6)
- (o) Has a good report or reputation with outsiders (1 Timothy 3:7)
- (p) Not self-willed (Titus 1:7)
- (q) A lover of good men and things (Titus 1:8)
- (r) Just, fair (Titus 1:8)
- (s) Holy, devout (Titus 1:8)
- (t) Self-controlled (Titus 1:8)

Section 8. Nomination and Selection and Tenure of Service of Pastors

Pastors can at any time, as led by the Lord, nominate potential candidates to the Board of Pastors for review, based on each of the nominee's qualifications.

The Board of Pastors shall then approve, disapprove, delete or add to the list of nominees. The approved nominee(s) shall then enter into a yearlong mentoring process, which could be subject to a lesser time if unanimously agreed to by the Board of Pastors, and engage in various ministry duties, as assigned by the Board of Pastors. During this time the office bearer will join all the meetings of the Board of Pastors, in a non-voting capacity.

At the end of the mentoring period, the Board of Pastors will evaluate the nominee and upon unanimous affirmation, the nominee shall then be announced to the congregation at least three weeks prior to the meeting of the church members. At this meeting, the nominee shall be presented to the members to affirm the decision of the Board of the Pastors.

It should be the desire of the congregation to come to one mind regarding those office bearers to whom they must submit in the Lord, but should such unanimity not be fully realized, a confirmation of no less than a 3/4 of the members present shall be required for the election of an office bearer.

After the names of potential office bearers have been set before the congregation, the potential office bearers will be asked to leave the presence of the congregation during which time the Scriptural qualifications for the given office will be read to the congregation and any items respecting those qualifications shall be freely discussed. Subsequent to a full and free discussion oriented to the relevant Scriptural passages in I Timothy 3 and in Titus 1, a written ballot shall be taken. The vote will then stand as it is first given in the written ballot.

Following the final recognition of an office bearer, there shall be a portion of a regular worship service set aside, at which time the office bearer(s) shall be formally set apart for his responsibilities by the prayer of the whole church and the laying on of the hands of existing pastors.

Upon confirmation the nominee will immediately assume the office of Pastor, and become a voting member of the Board of Pastors. The pastor shall serve indefinitely unless his position is vacated as per section 9 of this Article, or he is removed as per section 10 of this Article.

Refer to Article IX for the ordination, licensing and commissioning of pastors.

If after the mentoring period the nominee is not affirmed by the Board of Pastors, then he will not be brought before the congregation for affirmation. The person may later be reconsidered as a potential nominee based on personal development, further training and education, and any other areas needing attention, at which time the above mentoring process will be repeated.

Section 9. Vacancies of Pastors

Any pastor may resign effective upon giving written notice to the Chairman or the Secretary of the Board of the Pastors. A vacancy or vacancies in the Board of Pastors shall be deemed to exist in case of death, resignation, or removal of any pastor, or if a need exists to add to the number of existing pastors. A vacancy or vacancies in the Board of Pastors may be filled by the Board of Pastors.

In case of the absence of any pastor of the church, or for any other reason that may seem sufficient to the Board, the Board of Pastors may delegate his duties and powers to any other pastor or a group of pastors.

Section 10. Removal of Pastors

Any pastor may be removed from office at any regular or special meeting of the Board of Pastors if he is found to be physically or mentally incapable or spiritually unqualified (according to pertinent Scripture, including 1 Timothy 3:1-7, Titus 1:5-9) or for teachings that violate the standards of this church; after thorough corroborating investigation and unanimous agreement by the Board of Pastors (or duly appointed Committee of the Board of Pastors, at sole discretion of the Board of Pastors), in accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15-18 and 1 Timothy 5:19.

The pastors are to approach the matter with great caution, firmness and impartiality. When a pastor 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.

Section 11. Regular Pastors' Meetings

Regular meetings of the Board of Pastors shall be regularly held, on an at least bi-monthly basis, the date of which shall be as determined by the Board.

Section 12. Special Pastors' Meetings

Special meetings of the Board of Pastors may be called at any time by order of the Chairman, or Vice-Chairman, or the Secretary of the Board of Pastors or by a quorum of the members of the Board of Pastors.

Section 13. Pastors' Meeting Quorum

Except as otherwise provided herein, a majority of the pastors currently serving shall constitute a quorum except when a vacancy or vacancies prevents such majority, whereupon a majority of the pastors in office shall constitute a quorum, provided such majority shall constitute either one-third of the authorized number of pastors or at least two pastors, whichever is larger, or unless the authorized number of pastors is only one. A majority of the pastors present, whether or not a quorum is present, may adjourn any meeting to another time and place.

Whenever the matter to be considered concerns calling or dismissing a pastor, or buying or selling real estate, a unanimous approval of the Board of Pastors will be required. Except as the Articles of Incorporation, these Bylaws and the California Nonprofit Religious Corporation Law may provide, the act or decision done or made by the pastors present at a meeting duly held at which a quorum is present shall be the act of the Board of Pastors.

Section 14. Participation in Meetings by Tele/Video Conference

Members of the Board of Pastors may participate in a meeting through use of telephone and/or video conference or similar communications equipment, so long as all members participating in such meeting can hear and/or see one another.

Section 15. Adjournment

A majority of the pastors present, whether or not a quorum is present, may adjourn any pastors' meeting to another time and place. Notice of the time and place of holding an adjourned meeting shall be given to absent pastors who were not present at the time of the adjournment.

Section 16. Action without Meeting

Any action required or permitted to be taken by the Board of Pastors may be taken without a meeting if all members of the Board shall individually or collectively consent in writing to a duly prepared resolution to such action. Such consent or consents shall have the same effect as a unanimous vote of the Board of Pastors and shall be documented by attaching the signed resolution with the minutes of proceedings of the Board.

Section 17. Rights of Inspection

Every pastor shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the Corporation of

which such person is a pastor, for a purpose reasonably related to such person's interest as a pastor.

Section 18. Compensation

Pastors should, as far as is possible, be adequately compensated, so as to be disentangled from the cares of a secular calling, and be able to provide for their and their family's needs (1 Timothy 5:17-18). Such a decision would also be dependent on their individual's occupational circumstances and needs, responsibilities at church, and at the discretion of the Board of Pastors. Any person receiving compensation directly or indirectly from Armenian Reformed Bible Church shall not be in a position to determine the nature or amount of said compensation.

Section 19. Deacons

The office of a Deacon is a divine call to serve the church in practical matters of finance and fabric (Acts 6:1-3). They are to exercise responsibility in providing for the physical, logistical and financial needs of the church, including the administration of funds planned for the support of the poor; but also in providing for the welfare needs of the church's membership by providing benevolent care, acts of service and hospitality, visitations, ushering and greeting.

The deacons are responsible for the business and secular affairs of the church, which are to be administered with spiritual grace and wisdom, and in cooperation with and subjection to the Pastors. They are to minister mercy toward those in physical need, especially within the church. They are to maintain the church premises.

The deacons shall assist the pastors in the shepherding of the saints, assist at Communion and Baptismal services, aid in general spiritual care of the church, and perform other duties as assigned by the Board of Pastors.

The number of deacons shall be no less than two and it may grow, as led by the Lord, and depending upon necessity and as deemed desirable and appropriate by the governing Board of Pastors.

Section 20. Qualifications of Deacons

A deacon must be an active member of this church possessing the qualifications described in 1 Timothy 3:8-13. He shall be:

- (a) Man of dignity (1 Timothy 3:8)
- (b) Not doubled-tongued (1 Timothy 3:8)
- (c) Not addicted to wine (1 Timothy 3:8)
- (d) Not fond of sordid gain (1 Timothy 3:8)
- (e) Holding to the mystery of the faith with clear conscience (1 Timothy 3:9)
- (f) Beyond reproach, be first tested and then serve (1 Timothy 3:10)
- (g) Deacon's wife not be a malicious gossip, but temperate and faithful in everything (1 Timothy 3:11)

- (h) Husband of one wife, a one-woman man (1 Timothy 3:12)
- (i) Manage his children and household well (1 Timothy 3:12)

Section 21. Nomination and Selection and Tenure of Service of Deacons

Pastors can at any time, as led by the Lord, nominate potential candidates to the office of Deacon, based on the nominee's qualifications. The Board of Pastors shall then approve, disapprove, delete or add to the list of nominees.

The approved nominee(s) shall then enter into a yearlong mentoring process, which could be subject to a lesser time of unanimously agreed to by the Board of Pastors, and engage in various duties, as assigned by the Board of Pastors. During this time the office bearer will join all meetings requiring the attendance of deacons, in a non-voting capacity.

At the end of the mentoring period, the Board of Pastors will evaluate the nominee, and upon unanimous affirmation, the nominee shall then be announced to the congregation at least three weeks prior to the meeting of the church members. At this meeting, the nominee shall be presented to the members to affirm the decision of the Board of the Pastors.

It should be the desire of the congregation to come to one mind regarding those office bearers to whom they must submit in the Lord, but should such unanimity not be fully realized, a confirmation of no less than a 3/4 of the members present shall be required for the election of an office bearer.

After the names of potential office bearers have been set before the congregation, the potential office bearers will be asked to leave the presence of the congregation during which time the Scriptural qualifications for the given office will be read to the congregation and any items respecting those qualifications shall be freely discussed. Subsequent to a full and free discussion oriented to the relevant Scriptural passages in I Timothy 3, a written ballot shall be taken. The vote will then stand as it is first given in the written ballot.

Following the affirmation of an office bearer, there shall be a portion of a regular worship service set aside, at which time the office bearer(s) shall be formally set apart for his responsibilities by the prayer of the whole church and the laying on of the hands of existing pastors.

Each deacon shall serve indefinitely unless his position is vacated as per section 22 of this Article, or he is removed as per section 23 of this Article.

If after the mentoring period the nominee is not affirmed by the Board of Pastors, then he will not be brought before the congregation for affirmation. The person may later be reconsidered as a potential nominee based on personal development, further training and education, and any other areas needing attention, at which time the above mentoring process will be repeated.

Section 22. Vacancies of Deacons

Any deacon may resign effective upon giving written notice to the Chairman or the Secretary of the Board of the Pastors. A vacancy or vacancies in the Board of Deacons shall be deemed to exist in case of death, resignation, or removal of any deacon, or if a need exists to add to the number of existing deacons. A vacancy or vacancies in the Board of Deacons may be filled by the Board of Pastors.

In case of the absence of any deacon of the church, or for any other reason that may seem sufficient to the Board of Pastors, the Board of Pastors may delegate his duties and powers to any other deacon or a group of deacons.

Section 23. Removal of Deacons

Any deacon may be removed from office at any regular or special meeting of the Board of Pastors if he is found to be physically or mentally incapable or spiritually unqualified (according to pertinent Scripture, including 1 Timothy 3:8-9, 12-13), after thorough corroborating investigation and unanimous agreement by the Board of Pastors (or duly appointed Committee of the Board of Pastors, at sole discretion of the Board of Pastors), in accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15-18.

The Pastors are to approach the matter with great caution, firmness and impartiality. When a deacon is removed because of sin that is deemed sufficient to disqualify him from ministry, 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.

ARTICLE VII

Other Councils and Committees

Section 1. Councils and Committees

To promote efficient handling of Board matters, the Board of Pastors may appoint councils and committees from within its membership, the staff, and from the church at large. These councils and committees shall perform tasks solely in accordance with the duties and with powers specifically delegated by the Board of Pastors. The general functions of councils and committees are:

- (a) To bring considered recommendations to the Board of Pastors concerning ministries.
- (b) To provide a wider base of counsel to the pastors having the oversight of specific ministries.

All councils and committees shall exist for the period specified by the Board of Pastors.

Section 2. Appointment of Committees

Committees of the Board of Pastors may be appointed by resolution passed by a majority of the Board of Pastors. Committees shall be composed of two or more members of the Board of Pastors and shall have such powers of the Board as may be expressly delegated to it by resolution of the Board of Pastors, except with respect to:

- (a) The approval of any action for which the California Nonprofit Religious Corporation Law also requires member's approval (must be approved by the Board as a whole).
- (b) The filling of vacancies on the Board or on any committee
- (c) The amendment or repeal of Bylaws or the adoption of new Bylaws
- (d) The amendment or repeal of any resolution of the Board which by its express terms is not so amendable or repealable.
- (e) The appointment of other committees of the Board or the members thereof.
- (f) The approval of any self-dealing transaction, as such transactions are defined in Section 9234 (A) of the California Nonprofit Religious Corporation Law.

The Board of Pastors shall have the power to prescribe the manner in which proceedings of any such committee shall be conducted. In the absence of any such prescription, such committee shall have the power to prescribe the manner in which its proceedings shall be conducted.

Unless the Board of Pastors or such committee shall otherwise provide, the regular and special meetings and other actions of any such committee shall be governed by the provision of this Article applicable to meetings and actions of the Board. Minutes shall be kept of each meeting of each committee.

ARTICLE VIII

Officers of the Corporation

Section 1. Officers

The Board of the Corporation shall consist of the Board of Pastors and all deacons. The officers of the Corporation shall consist of a Chairman, a Vice- Chairman, a Secretary and a Treasurer. If there are more than one teaching pastor the Board of Pastors shall choose one teaching pastor as Chairman and another as Vice Chairman (otherwise a Ruling Pastor). The Board of the Corporation shall choose one of its number to act as Secretary and another as Treasurer. The Corporation may also have, at the discretion of the Board of Pastors, other officers as may be appointed in accordance with the provisions of Section 3 of this article.

Section 2. Election

The four officers of the Corporation, except such officers as may be appointed in accordance with the provisions of Section 3 or 5 of this Article, shall be appointed by the Board of the Corporation bi-annually. Each officer shall hold his office for the two year term, or until he shall

resign, be removed, or become otherwise disqualified to serve, or until his successor shall be appointed by the Board of the Corporation.

Section 3. Subordinate Officers

The Board of Pastors may appoint, and may empower the Chairman to appoint, such other officers as the business of the Corporation may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in the Bylaws or as the Board of Pastors may from time to time determine.

Section 4. Removal and Resignation

Any officer may be removed upon disqualification and removal per Article VI, Section 10 and 23 of these Bylaws. In accordance with the provisions of Section 9213(b) of the California Nonprofit Religious Corporation Law, any officer may resign at any time without prejudice to the rights, if any, of the Corporation under any contract to which the officer is a party, by giving written notice to the Board of Pastors, or the Chairman, or to the Secretary of the Corporation.

Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5. Vacancies

A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in the Bylaws for regular appointment to such office, provided that such vacancies shall be filled as they occur and not on an annual basis.

Section 6. Inability to Act

In the case of absence or inability to act of any officer of the Corporation and of any person herein authorized to act in his place, the Board of Pastors may from time to time delegate the powers or duties of such officer to any other officer or other person whom the Board of Pastors may select.

Section 7. The Chairman

The Chairman shall be the Chief Executive Officer of the Corporation and shall, subject to the control of the Board of Pastors, have general supervision, direction, and control of the activities and officers of the Corporation. He shall preside at all meetings of the Board of Pastors, which are to be conducted according to the scriptural principles such as set forth in Philippians 2:2-8. He shall be an ex officio member of all the standing committees, if any, and shall have powers and duties as may be prescribed by the Board of Pastors or the Bylaws.

Section 8. Vice Chairman

In the absence or disability of the Chairman, the Vice-Chairman shall perform all the duties of the Chairman, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the Chairman. The Vice-Chairman shall have such other powers and perform such other duties as from time to time may be prescribed for him by the Board of Pastors or the Bylaws.

Section 9. Secretary

The Secretary shall keep, or cause to be kept, a book of minutes at the principal office or such other place as the Board of Pastors may order, of all meetings of the members, the Board and its committees, with the time and place of holding, whether regular or special, and if special, how authorized, the notice hereof given, the names of those present at the meetings, the Board and committees' meetings, and the proceedings thereof. He shall give, or cause to be given, notice of meetings of the Board of the Corporation when notice is required to be given under these Bylaws or by any resolution of the Board.

The Secretary shall keep, or cause to be kept, at the principal office in the State of California, or such other place as the Board of Pastors may order, the original and a copy of the Corporation's Articles and Bylaws, as amended to date. He shall have custody of the seal to all authorized documents requiring a seal. He shall keep the membership rolls of the Church, and in general perform the duties usually incident to the office of Secretary, and such further duties as shall from time to time be prescribed by the Board of Pastors.

Section 10. Treasurer

The Treasurer shall ensure the stewardship of the physical and financial resources of the Corporation, *"taking precaution that no one should discredit us in our administration...for we have regard for what is honorable, not only in the sight of the Lord, but also in the sight of men"* (2 Corinthians 8:20-21). He shall select *"men of good reputation, full of the Spirit and of wisdom"* (Acts 6:3) to implement and accomplish this responsibility. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the Corporation. The books of account shall at all reasonable times be open to inspection by any pastor.

The Treasurer shall keep full and accurate account of the receipts and disbursements in books belonging to the church, and shall deposit all monies and other valuable effects in the name and to the credit of the church in such banks and depositories as may be designated by the Board of Pastors, but shall not be personally liable for the safekeeping of any funds or securities so deposited pursuant to the order of the Board. He shall disburse the funds of the church as may be ordered by the Board and shall render to the Pastors at the regular meeting of the Board, and whenever they may require accounts of all his transactions as treasurer and of the financial condition of the church. He shall perform the duties usually incident to the office of Treasurer and such other duties as may be prescribed by the Board of Pastors. The Treasurer shall make, or cause to be made, the financial reports at each regular Board meetings and at the annual meeting of members.

ARTICLE IX

Ordination, Licensing and Commissioning

Section 1. Ordination

Ordination refers to the unanimous recognition by the Board of Pastors of a man's call to the ministry, preparation as a shepherd, and qualification to serve. Ordination shall be conferred upon a pastor for life, so long as the man continues to manifest the qualifications of the office.

Section 2. Licensing

The license is issued by the Board of Pastors and is given in recognition of a man's service in a ministry. Its aim is to allow a man to perform the ecclesiastical duties and functions of the church. Licenses will be evaluated and issued, or renewed each year at the discretion of the pastors. Licenses are issued only to the members of Armenian Reformed Bible Church.

Section 3. Commissioning

When a local church certification is required for ministry where ordination would be unnecessary or inappropriate, a person is commissioned by the Board of Pastors to minister. This authorization continues as long as the opportunity to minister remains in effect and as long as the person maintains the qualifications for ministry.

ARTICLE X

Ordinances

Section 1. General

We believe that there are two ordinances that Christians are exhorted to observe, namely, Baptism and the Lord's Supper; that Baptism has no saving merit, but that after one believes and is saved, Baptism is the next step to show the world that he is now identified with Christ, who died, was buried and rose again; that whereas Baptism is observed once and is a sign of identification and a testimony to newness of life, the Lord's Supper is commemorative and is to be observed often as a memorial to the broken body and shed blood of our Lord Jesus Christ.

Section 2. The Lord's Table (Communion)

Those eligible to commune at the Lord's Table are believers who have been baptized and who evidence a consistent Christian life. While no un-baptized person can be a regular communicant, the pastors can admit to the Lord's Table an un-baptized visitor who is a consistent member of a properly constituted gospel church.

Section 3. Believer Baptism

Baptism of believers is by immersion, and in accordance with the direction of Scripture. Submission to this ordinance is a prerequisite for church membership (Article V – Section 2). Any person professing repentance and faith toward our Lord Jesus Christ, and whose life makes that profession credible, desiring to be baptized shall make application to the Board of Pastors. The Board of Pastors will then meet with the applicant who shall be examined concerning his/her Christian experience and understanding of the significance of the ordinance of baptism.

ARTICLE XI

Congregational Meetings

Section 1. General Statement

Congregational meetings are open to church members only. All members should regard their presence at a duly called congregational meeting with the same seriousness with which they would regard their attendance at a stated service of worship. The Lord is present in power at the gathering together of the church and therefore all meetings should be carried out in a spirit of worship and unity. Every church meeting shall begin and end with prayer. Congregational meetings of the church are confidential and therefore members should speak of these matters only to fellow-members.

Section 2. Notice of Meetings

Notice of all congregational meetings shall be given at regular worship services on the two successive Sundays immediately prior to the meetings. In an emergency, a meeting may be called on shorter notice by notifying each member of the time, place, and purpose of the congregational meeting. A member will be considered "notified" when reached by telephone or email or text message, or other means of communication prior to the meeting. Congregational meetings in which there is no business to be transacted by vote may be called at the discretion of the Board of Pastors without previous notice.

Section 3. Number of Meetings

Congregational meetings shall be held annually and when needed as per the discretion of the Board of Pastors, for the reception of reports and the transaction of such other business as may properly be brought before the congregation. The regular affirmation of officers and adoption of a budget shall take place at the Annual Congregational Meeting.

Section 4. Method of Calling Meetings

It shall be the right and responsibility of the Board of Pastors to call all congregational meetings. The Board of Pastors shall arrange the details of all congregational meetings and see that all

possible preparation for their successful conduct is made. Nothing shall be brought before the church at church meetings except through the Board of Pastors.

Section 5. Quorum for Transaction of Business

The voting members present at any constitutionally called congregational meeting shall be considered a quorum for the transaction of business when 2/3 of the church membership is present at the meeting. Otherwise the meeting shall be deferred or dismissed.

It should be our goal to prayerfully discern the mind of God so that in all matters of church business it may be said of us, as was said of that church business meeting recorded in Acts 6, "that this thing pleased the whole multitude." However, in such situations where unanimity is not realized, a confirmation of no less than a 2/3 majority of the members present shall be required for the confirmation of a resolution. In other matters where the Constitution or By-Laws require a different proportionate vote, this 2/3 figure will be overridden by the express statement of the Constitution and By-Laws regarding those items of business.

Section 6. Voting Eligibility

Any member of the church eighteen years of age or over, in good and regular standing, shall have the right to vote on any question properly brought before the congregation. Members shall speak standing. Non-members are not permitted to participate in any congregational meeting of the church, unless by special invitation of the Board of Pastors, and in such circumstances will have no speaking or voting privileges and must remain silent on all matters unless invited by the pastors and agreed to by the congregation to speak on certain matters.

ARTICLE XII

Settlement of Disputes

Section 1. General

In any dispute arising between church members, pastors or staff pertaining to any matter of spiritual teaching or practices, church finances, or title to property purchased with church contributions, the dispute shall be resolved by the Board of Pastors of the church (or duly appointed Committee of the Board, at its sole discretion). A decision shall be reached after prayerful consideration, in a spirit of humility, with each pastor regarding one another before himself and striving to preserve the unity of the Spirit in the bond of peace (Ephesians 4:1-3).

ARTICLE XIII

Other Provisions

Section 1. Endorsement of Documents, Contracts

The Board of Pastors, except as in the Bylaws otherwise provided, may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances. Unless so authorized by the Board of Pastors, no officer, agent, member or employee shall have any power or authority to bind the Corporation by any contract or agreement, or to pledge its credit, or to render it liable for any purpose or to any amount.

Subject to the provisions of applicable law, any note, mortgage, evidence of indebtedness, contract, conveyance, or other instrument in writing and any assignment or endorsement thereof executed or entered into between this Corporation and any other person, when signed jointly by the Chairman or Vice-Chairman, and the Secretary and the Treasurer of this Corporation shall be valid and binding upon the Corporation in the absence of actual knowledge on the part of the other person that the signing officers had no authority to execute the same.

Section 2. Amendments

These Bylaws may be amended and new and additional Bylaws may be made from time to time at any time by the Board of Pastors in the exercise of the power granted to said Board of Pastors in these Bylaws.

Section 3. Record of Amendments

Whenever an amendment or new Bylaw is adopted, it shall be copied in the book of minutes with the original Bylaws, in the appropriate place. If any Bylaw is repealed, the fact of repeal with the date of the meeting at which the repeal was enacted or written assent was filed shall be stated in said book.

ARTICLE XIV

Receipts, Investments, and Distribution of Funds

Section 1. Receipts

The Corporation shall receive all monies or other properties transferred to it for the purposes for which the Corporation was formed (as shown by the Articles of Incorporation). However, nothing contained herein shall require the Board of Pastors to accept or receive any money or property of any kind if it shall determine in its discretion that receipt of such money or property is contrary to the expressed purposes of the Corporation as shown by said Articles.

Section 2. Investments and Distribution

The Corporation shall hold, manage, and disburse any funds or properties received by it from any source in a manner that is consistent with the expressed purposes of this Corporation.

ARTICLE XV

Corporate Records and Reports

Section 1. Records

The Corporation shall maintain adequate and correct accounts, books, and records of its business and properties. All such books, records, and accounts shall be kept at its principal place of business in the State of California, as fixed by the Board of Pastors from time to time.

Section 2. Inspection of Books and Records

Every pastor shall have the absolute right at any reasonable time to inspect all books, records, documents of every kind, and the physical properties of the Corporation, and also of its subsidiary organizations, if any.

Section 3. Fiscal Year of the Corporation

The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December in each year.

ARTICLE XVI

Dissolution

Upon dissolution of this Corporation, the Board of Pastors by a unanimous vote shall cause the assets herein to be distributed to another Corporation with purposes similar to that identified in Article II of these Bylaws and Article II of the Articles of Incorporation as amended.

ARTICLE XVII

Amendments

Amendments to this Constitution may be adopted by a unanimous vote of the Board of Pastors at any regular Board of Pastors meeting or special meeting called for this purpose.