

CONSTITUTION & BY-LAWS OF CHRISTIAN LIFE CENTER A California Non-Profit Corporation

Article I – Name

The name of this Church shall be Christian Life Center.

Article II – Purposes

1. Inasmuch as the Lord Jesus Christ came to glorify the Father (John 17:4), so the purpose of this Church shall be to glorify God (Ephesians 1:12).
2. Inasmuch as the Lord Jesus Christ came to save sinners (Luke 19:10), so the purpose of this Church shall be to proclaim salvation through repentance, forgiveness, and faith in Christ (Luke 24-47).
3. Inasmuch as the Lord Jesus Christ came to make disciples (Mark 1:1), so the purpose of this church shall be to disciple persons in Christian belief and practice (Matthew 28:18-20).
4. Inasmuch as the Lord Jesus Christ came to serve (Mark 10:45), so the purpose of this Church shall be to meet physical needs as resources are available (Matthew 25:31-46).

ARTICLE III – AFFILIATION

The Church is a self-governing, California, non-profit corporation. It shall exercise all of the rights and privileges granted to it by statute or otherwise. In the conduct of its affairs, it shall from time to time fellowship with, join its efforts together with, and cooperate with the other churches of the Northern California & Nevada District Council, Inc., the General Council of the Assemblies of God, Inc. and others of like faith and conviction, to the end that the purposes which called it into being can be accomplished more efficiently.

ARTICLE IV – TENETS OF FAITH

1. The Scriptures Inspired

We believe the Old and New Testaments alone and in their entirety, in their original manuscripts, are the divinely inspired, infallible, and inerrant, revelation of God and His purposes to all mankind. In the words of the Bible itself, "Holy men of God spoke as they were moved by the Holy Spirit" (2 Peter 1:21, New King James). We accept the Bible as our all sufficient rule of faith, conduct, and truth (2 Timothy 3:15-17).

2. The One True God

The one true God has revealed Himself as the eternally self-existent "I Am", the Creator of heaven and earth, and the Redeemer of mankind. He has further revealed Himself as embodying the principles of relationship and association as Father, Son, and Holy Spirit (Deuteronomy 6:4; Isaiah 43:10-11; Matthew 28:19; Luke 3:22).

3. The Deity of the Lord Jesus Christ

The Lord Jesus Christ is the eternal Son of God. The Scriptures declare His virgin birth (Matthew 1:23; Luke 1:31-35), His sinless life (Hebrews 7:26; I Peter 2:22), His miracles (Acts 2:22, 10:38), His substitutionary work on the cross (I Corinthians 15:3; 2 Corinthians 5:21), His bodily resurrection from the dead (Matthew 28:6; Luke 24:39; I Corinthians 15:4), and His exaltation to the right hand of God (Acts 1:9-11, 2:33; Philippians 2:9-11; Hebrews 1:3).

4. The Fall of Man

Man was created good and upright; for God said "Let us make man in our image, after our likeness." However, man by voluntary transgression fell and thereby incurred not only physical death but also spiritual death, which is separation from God (Genesis 1:26-27; 2:17; 3:6; Romans 5:12-19).

5. The Salvation of Man

Man's only hope of redemption is through the shed blood of Jesus Christ the Son of God. Salvation is received through repentance toward God and faith in the Lord Jesus Christ. By the washing of regeneration and renewing of the Holy Spirit, being justified by grace through faith, man becomes an heir of God, and witnesses the hope of eternal life (Luke 24:47; John 3:13; Romans 10:13-15; Ephesians 2:8; Titus 2:11, 3:5-7). The inward evidence of salvation is the direct witness of the Spirit (Romans 8:16). The outward evidence is a life of Godly conduct evidenced by spiritual growth (Romans 12:6-7; Galatians 5:22-23).

6. Expressions of Faith

Water Baptism: Those who have repented of their sins and believed on the Lord Jesus Christ for their salvation shall be baptized by immersion in water. The person thereby indicates that he has died with Christ and that he also has been raised with Him to walk in newness of life (Matthew 28:19; Acts 10:47-48; Romans 6:4).

The Lord's Supper: Consisting of the elements of bread and the fruit of the vine, the Lord's Supper is the symbol expressing our sharing the divine nature of our Lord Jesus Christ (2 Peter 1:4); a memorial of His suffering and death; and a prophecy of His second coming (1 Corinthians 11:26). As the Scriptures teach, the Lord's Supper shall be celebrated regularly until He comes again (Luke 22:19-20)

7. The Baptism in the Holy Spirit

All believers are entitled to and should expect and receive the promise of the Father, the baptism of the Holy Spirit, according to the command of our Lord Jesus Christ. This experience is distinct from and subsequent to the experience of the new birth (Acts 8:12; 10:44-46; 11:14-16; 15:7-9). With the Baptism in the Holy Spirit comes such experiences as an overflowing fullness of the Spirit (John 7:37-39; Acts 4:8), a deepened reverence for God (Acts 2:43; Hebrews 12:28), an intensified consecration of God, a dedication to His work (Acts 2:42), and a more active love for Christ, for His Word, and for the lost (Mark 16:20).

8. The Initial Physical Evidence of the Baptism in the Holy Spirit

The baptism of believers in the Holy Spirit is witnessed by the initial physical sign of speaking with other tongues as the Spirit of God gives them utterance (Acts 2:4). The speaking in tongues in this instance is the same in essence as the gift of tongues, but is different in purpose and use (1 Corinthians 12:4-10; 28).

9. Sanctification

The Scriptures teach a life of holiness, without which no man shall see the Lord. By the power of the Holy Spirit we are able to obey the command, "Be holy, for I am holy." Sanctification is the will of God for all believers, and should be earnestly pursued by walking in obedience to God's Word (Hebrews 12:14; 1 Peter 1:15-16; 1 Thessalonians 5:23-24; John 2:6; Romans 8:3-4).

10. The Church

The Church is the Body of Christ, the habitation of God through the Spirit, with divine appointment for the fulfillment of its great commission. Each believer, born of the Spirit, is an integral part of "the assembly of the first born who are enrolled in heaven" (Ephesians 1:22; 2:19-22; Hebrews 12:23).

11. The Ministry

A divinely called and Scripturally ordained ministry has been provided by our Lord for the purpose of leading the Church in : (1) glorifying God (Ephesians 1:12); (2) calling persons to salvation through repentance, forgiveness, and faith in Christ (Luke 24:47); (3) discipling persons in the Christian belief and practice (Matthew 28:18-20); (4) meeting human need as resources are available (Matthew 25:31-46).

12. Divine Healing

Divine healing is an integral part of the Gospel. Deliverance from sickness is provided for in the atonement, and is the privilege of all believers. (Isaiah. 53:4-5; Matthew. 8:16-17; James 5:14-16).

13. The Blessed Hope

The resurrection of those who have fallen asleep in Christ and their translation, together with those who are alive and remain unto the coming of the Lord, is the imminent and blessed hope of the Church. (1Thessalonians. 4:16-17; Romans 8:23; Titus 2:13; 1 Corinthians 15:51-52).

14. The Millennial Reign of Jesus

The revelation of the Lord Jesus Christ from Heaven, the salvation of national Israel, and the millennial reign of Christ on the earth is the scriptural promise and the world's hope (2 Thessalonians 1:7; Revelation 29:11-16; Romans 11:25-27; Revelation 20:1-7)

15. The Final Judgment

There will be a final judgment in which the wicked dead will be raised and judged according to their works. Whoever is not found written in the Book of Life, together with the devil and his angels, the beast and the false prophet, will be consigned to everlasting punishment in the lake which is the second death (Matthew. 25; 46; Mark 9:43-48; Revelation 19:20; 20:11-15; 21:8).

16. The New Heavens and the New Earth

"But according to His promise we wait for new heavens and a new earth in which righteousness dwells" (2 Peter 3:13; Revelation 21:22).

ARTICLE V – MEMBERSHIP

Section 1 – Standards of Membership

The standards of membership in this Church shall be:

- a. A commitment to Christ. Each member shall have experienced the new birth (John. 3:5). By his words and through his life he is to give testimony that Jesus Christ is Savior and Lord.
- b. A commitment to the Body of Christ. Each member has the opportunity and obligation of ministering to and receiving ministry from other members of the local body, the Church. This involves on the part of each member, faithfulness to the disciplines of prayer, study of Scripture, witness, regular church attendance, and stewardship of time and money.
- c. A commitment to the work of Christ. Each member, willingly and joyfully, anticipates in ministry to the Body and to the world according to his ability and the enablement of the Holy Spirit.

Section 2 – Categories of Membership

The Church shall have four categories of members. The designation of such categories and the qualifications and rights of the members of such categories shall be as follows:

- a. Active. Active membership shall be open to all those age eighteen (18) and above who shall freely give of themselves to the commitments of membership as stated in Section 1a, b and c. The voting membership shall be composed of the active members.
- b. Associate. Associate membership shall be composed of those who for various reasons do not wish to be active members but who desire the fellowship of the Church and who meet the qualifications for membership as stated in Section 1a. They shall not have a vote in church affairs.
- c. Junior. Junior membership shall be open to all those age twelve through seventeen who shall freely give of themselves to the commitments of membership as stated in section 1a. They shall not have a vote in Church affairs.
- d. Inactive. Any enrolled member who fails to attend services regularly or who ceases to take an active part in the life of the Church may be transferred to the inactive roll according to the procedures set out in Article V, Section 7, following. Inactive members shall not have a vote in Church affairs. A written request by the inactive member or a motion by a member of the Board of Elders for reinstatement to the prior status shall be considered at the next duly noticed meeting of the Board of Elders. An affirmative vote of two-thirds of the Board of Elders shall be required for such actions.

Section 3 – Election of Members

Persons desiring to become members of the Church shall fill out an application provided by the Church. Those desiring to transfer their membership from another Church shall also provide a letter of transfer from that Church. The Pastor or his designated membership committee shall examine the application according to the standards of membership (Section 1), and shall make recommendations to the Board of Elders. The Board of Elders shall consider the Application at its next duly noticed meeting. An affirmative vote of two-thirds of the Board of Elders shall be required for election to membership. Persons so elected shall be publicly received into membership at any regular church service.

Section 4 – Transfer of Membership

Members in good standing who may desire to be transferred to some other congregation may apply to the Secretary for a letter of transfer signed by the Pastor and the Secretary. Said letter shall be granted if approved by the Pastor,

Section 5 – Termination of Membership

Unscriptural conduct or failure to maintain the standards of membership shall constitute sufficient grounds upon which any member may be removed from membership (Matthew 18:15-18; Romans 16:17-18; 1Corinthians. 5:11; Galatians 1:8-9; Titus 3:1-5). The Board of Elders shall have the duty to investigate any charges against a member. They shall first ascertain what action has been taken by the Pastor or others to counsel or assist the member. In acting upon any such investigations, the Board shall follow the procedures set out in Article V, Section 7, following. Upon an affirmative two-thirds vote of the entire Board in accordance with these procedures the Board may terminate the membership and strike that member's name from the rolls. Any further action will be at the discretion of the Board of Elders.

A written request by the terminated member or a motion by a member of the Board of Elders for reinstatement to the prior status shall be considered at the next duly noticed meeting of the Board of Elders. A two-thirds affirmative vote of the entire Board of Elders shall be required for such actions.

Section 6 –Review of Membership Rolls

The pastor and Board of Elders shall revise the membership rolls prior to the annual Church Council and at such other times as they deem necessary. The review preceding the annual Church Council shall be completed not less than fifteen (15) days prior to the meeting. They shall remove from the rolls all names of members who are deceased, together with the names of those who have resigned or been terminated. The rolls shall accurately reflect the category of membership of each member.

Section 7 – Action of the Board Affecting Membership Status

The Board of Elders by an affirmative vote of two-thirds of the entire Board may alter or terminate the membership of a member for cause at any duly noticed meeting provided at least ten (10) days prior written notice of such pending action is given to the said member. The member involved shall be given an opportunity to be heard at such meeting.

ARTICLE VI – MEETINGS OF MEMBERS

Section 1 – Annual Church Council

The church year shall coincide with the calendar year, beginning on January 1st and running through December 31st of each year. There shall be a general meeting of the membership to be known as the annual Church Council. It shall be held annually during the month of February for the purposes of electing the Board of Elders and for the transaction of such business as may be brought before the Council. Any alternative time and place of said Council shall be set by the Board of Elders.

Section 2 – Special Church Councils

Special Church Councils may be called by:

- a. the Pastor
- b. the Secretary of the Church upon the written order of a majority of the Board of Elders.

Section 3 – Notice of Church Councils

Written notice stating the place, day and hour of any meeting of members shall be delivered either personally or by mail, to each member entitled to vote at such meeting not less than ten (10) nor more than fifty (50) days before the date of such meeting by or at the direction of the Pastor or the Secretary, or the board of Elders. In case of a special meeting or when required by statute of these by-laws, the purposes of which the meeting is called shall be stated in the notice. The Secretary shall also cause to be posted such notice along with related information in a conspicuous place at the church for not less than ten (10) days prior to the meeting, of which at least two (2) days shall be Sundays.

Section 4 – Quorum

No record of any annual or special Church Council shall be made unless thirty percent (30%) or more of the voting members shall be present to constitute a quorum. Where a specific purpose has been stated in the call for the meeting, if a quorum is present, regular members, who are unable to attend the meeting because of sickness or other good and valid reasons acceptable to the Board of Elders, may vote in absentia by sealed ballot on the first ballot only.

ARTICLE VII – ELDERS AND DEACONS

Section 1 – Definition

Elders is a term used to designate those elected by the congregation nominated by the Pastor and elected by a majority of the Board of Elders for the purpose of filling a vacancy of an unexpired term to serve in both ministering and governing capacities on the Board of Elders (Section 4), or those appointed by the Board of Elders to serve as additional Elders in ministering but non-governing responsibilities (Section 5).

Section 2 – Qualifications

In accordance with applicable scripture (1Tim. 3:2-7; Titus 1:6-9; 1Peter 5:2,3)

- a. The Elder's relationship to God. Elders shall be persons who evidence a mature and vital walk with God. They shall be the persons in the congregation whom others readily identify as those who walk in Christ's steps, who can be turned to in times of spiritual need for Godly and wise counsel; who manifest a life of holiness, wisdom, and faith; and who are filled with the Spirit.
- b. The Elder's relationship to family. An Elder's family shall be a positive, wholesome, and imitable influence upon the congregation.
- c. The Elder's relationship to self. An elder shall be a wholesome person spiritually and emotionally. The Elder's life shall manifest the fruit of the Spirit (the life qualities of the indwelling Christ): love, joy, peace, endurance, kindness, goodness, faithfulness, gentleness, and self-control.
- d. The Elder's relationship to the congregation. Elders shall be persons whom the congregation looks to for guarding the church from false doctrine and false teachers, promoting and/or teaching sound doctrine within the church, and providing leadership direction and counsel to the congregation in matters pertaining to the Church as a whole. Their involvement in the life of the congregation and commitment to the disciplines of membership given in Article V, Section 1, shall be exemplary.
- e. The Elder's relationship to the world. Elders must be above reproach, having a good reputation among those outside the Church.

Section 3 – Duties of Elders

- a. All Elders (Elected and Appointed)
 1. The Elders shall serve with the Pastor as overseers of the congregation.
 2. The Elders shall give themselves to prayer and the Word that they might exercise spiritual discernment and guidance within the congregation.
 3. The Elders shall minister and provide for ministry to the spiritual and physical needs of the community and congregation. They shall pray for the sick and personally minister in whatever manner may be required.
 4. The Elders shall seek the extension of the Kingdom of God through evangelism, inclusion of new converts into the life of the Church, church planting and missionary extension.
 5. The Elders shall promote Christian fellowship in the congregation by leading and/or encouraging small groups gathered for prayer, Bible study, evangelism, and sharing.
 6. The Elders shall be regular in attendance at Sunday Church services and shall serve as a positive model for the Church by their involvement in the life of the congregation.
- b. The Board Of Elders (Elected)
 1. The Board of Elders, with the Pastor, shall be the executive body in the conduct of the functions and privileges of the Church, both as a church and a legal entity.
 2. The Board of Elders, with the Pastor, shall act in the examination of applicants of membership, and in the discipline of members.
 3. The Board of Elders shall be the trustees of the Church property and shall be responsible for care of the same.
 4. The Board of Elders shall have portfolios of special responsibility as mutually agreed upon by the Pastor and Elders.
 5. The Board of Elders shall adopt procedural rules from time to time as necessary for the proper functioning of the Board

Section 4 – The Board of Elders

The Board of Elders shall consist of no less than five (5) and no more than seven (7) elected Elders who shall also act as Directors of the Corporation. (Revised 02/2009)

a. Manner of Election

1. A nominating committee shall prepare a list of names of candidates for the office of elected Elder, said list may include at least one more qualified candidate than the number of Elders to be elected. The nominating committee shall consist of the Pastor, Secretary, Treasurer and at least two active members of the congregation appointed by the Pastor and approved by the Board of Elders. (Revised 02/2009)

2. The list shall be mailed and/or posted along with the notice of the annual Church Council and a copy of this article of the by-laws. (Revised 02/2009)

3. An elected Elder shall be declared elected upon receiving a majority of the votes cast by the membership at the Annual Church Council, and shall assume office at the first official duly noticed meeting of the board of Elders after the Annual Church Council. Voting shall be by secret ballot. (Revised 02/2009)

1. The list shall be posted along with the notice of the annual Church Council and a copy of this Article of the by-laws.
2. An elected Elder shall be declared elected upon receiving a majority of the votes cast by the congregation at the Annual Church Council, and shall assume office at the first official duly noticed meeting of the board of Elders after the Annual Church Council. Voting shall be by secret ballot.

b. Term of Office

The Term of Office shall be **two (2)** years. An elected Elder may be elected to serve **two (2)** consecutive terms, and then shall be ineligible to serve on the Board of Elders for one year. An incumbent may stand for reelection if the incumbent has served not more than three (3) consecutive years by appointment and/or election. If there are insufficient qualified names available to the nominating committee to insure a choice, the Elder may be considered for another term.

c. Regular Meetings

The Pastor shall call a regular meeting of the board of Elders within thirty (30) days of the annual Church Council. Announcement of the time and place given at the annual Church Council shall be sufficient notice to those present. Others shall be notified in writing pursuant to Article X. The Board of Elders may provide by resolution the time and place for the holding of additional regular meetings of the board without other notice than such resolution.

d. Special Meetings

Special Meetings of the Board of Elders may be called by or at the request of the Pastor or any two (2) elected Elders. The person or persons authorized to call special meetings of the Board may fix the time and place for holding any special meeting of the Board called by them.

e. Notice

Notice of any special meeting of the board of Elders shall be given at least four days previously thereto by written notice delivered personally or sent by mail pursuant to Article X. Any elected Elder may waive notice of any meeting. The attendance of any elected Elder at any meeting shall constitute a waiver of notice of such meeting, except where an elected Elder attends for the express purpose of objecting to the transaction of business because of failure of notice. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these by-laws.

f. Quorum

A majority of the Board of Elders shall constitute a quorum for the transaction of business at any meeting of the Board. If less than a majority of the elected Elders are present at said meeting, a majority of the elected Elders present may adjourn the meeting from time to time without further notice.

g. Manner of Acting

The act of a majority of the elected Elders present and voting at a meeting at which a quorum is present shall be the act of the Board of Elders, unless the act of a greater number is required by law or these by-laws.

h. Vacancies

In the event of a vacancy due to the resignation, death or removal of a Board Member, the Pastor may nominate one or more candidates. The Board of Elders by majority vote may fill the vacancy.

i. Discipline

1. All offices, except Pastor, may be declared vacant by an act of two-thirds of the membership of the Board of Elders at any regular or special Board meeting.
2. Grounds for such action shall be:
 - a. Departure from the tenets of faith
 - b. Immoral conduct
 - c. Official incompetence and/or unfaithfulness of office
 - d. Any other good and sufficient cause

Section 5 – Appointed Elders

A person who has served on the Board of Elders, may, upon the completion of a term of office, be named an appointed Elder by vote of the Board of Elders; or the Board of Elders may appoint other church members as appointed Elders if they meet the qualifications for Elder. However, any appointed Elder named by the Board of Elders shall not be a member of the Board of Elders. An appointed Elder selected by the Board of Elders shall have ministry functions only and shall not served as a governing director of the corporation unless duly elected by the congregation to the Board of Elders. Appointed Elders shall serve at the pleasure of the Board of Elders.

NOTE : Section 4h provides for the nomination of a governing Elder by the Pastor and election by the Board of Elders for the sole purpose of filling vacancies in unexpired terms of office.

Section 6 – Deacons and Deaconesses

- a. Qualifications. Deacons and Deaconesses shall be active members of the Church at all times during which they hold office. Other qualifications shall be the same as those for the Board of Elders (see Article VII, Section 2a through e).
- b. Selection upon recommendation by the Pastor, the Deacons and Deaconesses shall be appointed by the Board of Elders. Deacons and Deaconesses shall serve two year terms and may be reappointed.
- c. Duties. The Deacons and Deaconesses shall minister unto the sick, needy, aged, bereaved, lonely members of the congregation and undertake such other duties as the Pastor and/or Board of Elders may assign. All work of the Deacons and Deaconesses shall be at the direction of the Pastor.

ARTICLE VIII – OFFICERS AND STAFF

Section 1 – Pastor

- a. Qualifications. The Pastor shall have the same qualifications required for an Elder (Article VII, Section 2).
- b. Duties.
 1. The Pastor, as designated in the Scriptures, is the head of the Church under the leadership of the Lord Jesus, and is referred to under the title of "pastor" or "shepherd" (Ephesians 4:11), "bishop" or "supervisor" (1Timothy 3:2-7) and "presbyter" or "elder" (Titus 1:5).
 2. The Pastor shall have the oversight of all ministries and employees of the Church.
 3. The Pastor shall be the President of the Corporation, Chairman of the Board of Elders, and shall preside over all Church Councils of the Church, but shall not have a vote at any such meetings.
 4. The Pastor shall be an ex-officio member of all other boards and committees within the Church.
 5. The Pastor shall be responsible for the preparation of the agenda of all Church Councils and Board of Elders meetings.
 6. The Pastor shall perform all other duties necessary to the work of the ministry.
- c. Manner of Election.
 1. At the first Board of Elders meeting after vacancy in the office of Pastor, the Board of Elders shall select nine members to serve as a standing Pulpit Committee until the election of a new Pastor. These persons should be selected from the Board of Elders and other active members of the congregation. The Board of Elders shall elect one member of the Board of Elders to act as Interim Chairman of the Board until the pastoral vacancy is filled.
 2. Upon a vacancy in the pastorate, the Pulpit committee shall provide for an Interim Pastor as needed. The Interim Pastor shall not be considered for the pastoral vacancy.

3. The Pulpit Committee shall make a prayerful determination of the goals and needs of the Church and shall prayerfully screen pastoral candidates and/or prospects as to their qualifications to meet those goals and needs.
4. The Pulpit Committee, after much prayer and diligent research, shall recommend one candidate to the church for consideration as Pastor. The pastoral candidate shall then be invited to the Church to meet with the people and preach to the congregation.
5. If the pastoral candidate consents, his name shall be presented for publication by the Pulpit Committee to a regularly or specially called Church Council.
6. Election of the Pastor shall be by secret ballot. A two-thirds affirmative vote by the voting membership present at a properly called Church Council shall constitute an election.
7. In the event the pastoral candidate fails to receive the necessary votes, or upon receiving the necessary votes declines the invitation to be Pastor, the Pulpit Committee shall repeat the process described in Article VII Section c, until a pastoral candidate receives the necessary two-thirds vote and accepts the pastorate.

d. Term of Office.

1. Term. The term of the Pastor's office shall be for an indefinite period; the term to expire upon thirty days notice given by resignation of the Pastor, or by action of the Church. A vote of confidence, by secret ballot, shall be held at the annual Church Council upon the completion of three years of a pastor's tenure. In the event the Pastor fails to receive a majority of votes for the continuation of his tenure, his term of office shall end thirty days from the annual Church Council. In the event the Pastor receives a majority vote, but fails to receive two-thirds vote for the continuation of his tenure, the Board of Elders shall review with the Pastor the results of the vote at the first meeting of the Board of Elders following the annual Church Council. If the Pastor then chooses to continue his tenure, a vote of confidence shall again be held at the next annual Church Council. In such case, the Pastor must receive a two-thirds affirmative vote to continue his tenure; or, failing to do so, shall end his term of office thirty days from the annual Church Council. In the event of a Pastor's death, the church shall ensure adequate financial provision for the Pastor's family, as needed, for a period of not less than three months.
2. Tenure. The tenure of the pastorate may also be terminated by resignation, removal, or death. Power is vested in the Board of Elders to ask for the resignation of the pastor at any time for any of the following reasons; (a) Departure from the tenet of faith; (b) Immoral conduct; (c) Official incompetence and/or unfaithfulness in office; (d) Any other good and sufficient cause. If such resignation is refused, the pastorate shall not be considered vacant until the action of the official Board has been confirmed or overturned by a majority vote by secret ballot of the active membership at a meeting called for the purpose. Proper public announcement shall be made at all services on the two Sundays prior to such a meeting. The meeting should be presided over by

a member of the District Officiary. In case of the Pastor's removal from office, a written report of such action signed by two or more of the church officers shall be sent to the District Office. Such a report shall not necessarily affect his ministerial standing.

Section 2 – Secretary

The Secretary of the Church shall be a member of the Board of Elders and shall keep, or cause to be kept, a book of minutes of all church Councils and meetings of the Board of Elders. He shall, or cause to be kept, a record of the membership of the church, and shall be the custodian of all legal documents of the Church and its corporate seal. He shall perform such other duties as belong to his office. The Secretary shall be elected by majority vote at the first meeting of the Board of Elders following the annual Church Council.

Section 3 – Treasurer

The Treasurer of the Church shall be a member of the church and shall be responsible for all money received into the treasury of the Church and shall disburse or cause to be disbursed such funds as directed by the Board of Elders under authority granted it by the membership. He/she shall keep, or cause to be kept, itemized records of all receipts and disbursements, and shall furnish financial reports to the Board of Elders monthly and to the membership annually. His records shall be available at all times for audit under the direction of the Board of Elders. The Treasurer shall be elected by majority vote at the first meeting of the Board of Elders following the annual Church Council.

Section 4 – Other Pastors and Employees

All associate and assistant pastors, Directors of youth, music and education, and any other members of the pastoral or church staff and all other Church employees shall be appointed by the Pastor, subject to ratification by the Board of Elders. All appointments shall expire whenever the office of Pastor is vacated or by action of the Pastor, or Board of Elders. No regular salaried employee of the Church shall be a member of the Board of Elders.

Section 5 – Local Church Credential

The assembly may grant a local church credential to persons wishing to pursue ministerial recognition pursuant to guidelines by the General Presbytery of the General Council of the Assemblies of God and the District Council with which the assembly is affiliated. It is understood that this credential is to endorse ministry which is undertaken under the auspices of this church and implies no certification by the District Council or the General Council, and is not transferable to other churches or ministries.

ARTICLE IX – DEPARTMENTS AND COMMITTEES

Section 1 – Committees of Elders

The Board of Elders, by resolution adopted by a majority of the elected Elders in office, may designate one or more committees, each of which shall consist of two or more elected Elders, which committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Elders in the management of the Church; but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Board of Elders or any individual Elder of any responsibility imposed upon it or the Elder by law.

Section 2 - Other Committees and Departments of the Church

Other committees and departments within the Church not having or exercising the authority of the Board of Elders in the management of the Church may be provided for by a resolution adopted by a majority of the Board of Elders present at a meeting at which a quorum is present. The members of such committees or the personnel of such departments shall be appointed by the Pastor subject to ratification by the Board of Elders. Anyone so appointed shall serve at the pleasure of the Board or Pastor.

Section 3 – Chairman

One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof.

Section 4 – Vacancies

Vacancies in the membership of any committee or department position may be filled by appointments in the same manner as provided in the case of the original appointments.

Section 5 – Quorum

Unless otherwise provided in the resolution of the Board of Elders designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 6 – Rules

Each committee may adopt rules for its own government not inconsistent with these by-laws or with rules adopted by the Board of Elders.

ARTICLE X – MANNER OF GIVING NOTICE

Whenever, under the provisions of the Constitution & By-Laws, notice is required to be given to any elder, officer or member, it shall not be construed to mean personal notice, but such notice may be given in writing, by mail by depositing the same in the post office or mailbox, in a postpaid sealed envelope, addressed to such member, officer, or elder at such address as appears on the books of the Church and such notice shall be deemed to be given at the time when the same shall be posted plus four working days.

ARTICLE XI – FINANCE

Section 1 – Income

The financial needs of the Church shall be met by tithes, offerings, gifts, devices, bequest, trusts, annuities, contributions and such other means as the Board of Elders may approve. All undesignated single transaction contributions that represent more than 10% of the Annual General Fund Budget shall be placed in a special contribution trust account.

Section 2 – Budget

The Board of Elders shall prepare annually a unified budget for the Church. Said unified budget shall include all money received or expended by or for any and all departments of the Church.

No distribution of special contributions trust account shall be authorized without a two-thirds (2/3) affirmation vote of the active membership.

Section 3 – Banking

The Treasurer shall properly account for or cause to be accounted all money received by any and all departments of the Church and immediately deposit or cause to be deposited the same in the bank account or accounts of the Church which the Board of Elders shall from time to time establish.

Section 4 – Withdrawals

Two signatures shall be required on any withdrawal of money from any accounts. The persons authorized to sign for said withdrawals shall be the President, Secretary, Treasurer, or persons named by the Board of Elders. All withdrawals shall be made under the supervision of the Board of Elders.

Section 5 – Audit

The Board of Elders shall audit or cause to be audited the books annually or more often. They shall review income and disbursements monthly.

Section 6 – Encumbering

The Board of Elders shall have the power to borrow money and incur indebtedness in the course of business of this church, and for that purpose to cause to be executed and delivered in the name of this corporation promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, or other evidences of indebtedness or securities, subject to pertinent law and regulations, further subject to the provision of the code of the Constitution and By-Laws of this church, except that in the case of real property, see Article XII Section 2a. Any single transaction that contemplates a General Fund expenditure or debt in excess of a sum equal to ten percent (10%) of the annual general fund budget shall first require the consent of the membership and shall require a two-thirds vote.

Section 7 – Compensation

- a. The Pastor shall be given regular and adequate financial support, the amount and manner of which shall be determined by agreement between the Pastor and the Board of Elders
- b. The compensation of all members of the pastoral staff and other full-time and part-time employees shall be set by the Board of Elders with the advice and counsel of the Pastor.
- c. Regular financial support to missionaries, missionary projects, and other ministries and causes, from designated funds, shall be allocated and disbursed upon by the Board of Elders.

Section 8 – Other Business

The Board of Elders shall conduct, manage, and control affairs and business of this church, and make rules and regulations not inconsistent with law, the Articles of Incorporation of this corporation or its Constitution and By-Laws.

ARTICLE XII – PROPERTY

Section 1 – Title

All property of whatever kind and wherever situated regardless of how it is acquired by the Church shall be held, sold, transferred or conveyed in the name of the Corporation.

Section 2 – Acquisition/Disposition

A Restrictions. No real property of this church shall be purchased, taken or otherwise acquired, sold, transferred, mortgaged, leased, assigned, conveyed or otherwise alienated, without the same having first been authorized by a vote of at least two-thirds of the active members present and voting at a regular or special meeting called for that purpose at which a quorum is first established.

RESOLUTION A: Oct. 9, 2002

Whereas, provision is made in the CLC Constitution ARTICLE XII Section 2, A and B for the congregation to dispose of its properties to achieve specific goals, and

Whereas, the recent acquisition of several properties provides the congregation substantial resources with which to acquire a more adequate location for its ministry to the community, and

Whereas, the complexity of dealing with several different parcels in the process of acquiring a single, useable site for a future church building tends to paralyze the process of negotiation with prospective sellers and preclude transactions that include contingencies or other complexities, therefore be it

Resolved, that the duly elected Board of Elders be authorized to sell, acquire or lease any of its properties at various times to achieve the stated purpose of acquiring a more suitable church home while maintaining regular communication with the CLC congregation. This authorization will expire three years after its adoption unless the congregation renews it.

B Certification of Real Property Conveyancing. The Pastor (President) and the Secretary of this Church shall certify in all conveyances, leases, mortgages, or other documents affecting the real property of this Church,. That such action has been authorized by proper vote of the membership of this Church, and such certificates shall be conclusive evidence thereof.

RESOLUTION B: October 9, 2002

Whereas, the Board of Elders, with the authorization of the congregation, has invested \$300,000 from the building fund to assume the indebtedness and maintain and develop the Soquel and Scotts Valley campuses, and

Whereas, this use of building program funds has substantially depleted its liquid assets and reduced the interest income that in recent years has helped to sustain the church's operations, and

Whereas, the church is left without adequate reserves for contingencies, and

Whereas, working funds of up to \$150,000 are necessary for the expenses of tentative map approval and other preliminary work incurred in securing a new church site, and

Whereas, the purchase of a new church site may require a down payment or other working capital order to complete negotiations, therefore be it

Resolved, that the congregation of Christian Life Center authorize the Board of Elders to encumber its assets up to the amount of \$450,000 in order to have working funds for the preliminary planning and church site development and to provide a contingency fund to ensure the operation of the church.

Section 3 – Donations of Property

From time to time, real and/or personal property whose use is undesignated may be offered to the Church by a donor or donors which is intended to provide undesignated support to the Church rather than for actual use by the Church. The Board of Elders shall have the power to accept and to dispose of such property in such manner as they deem appropriate and to execute any and all documents necessary and/or convenient provided such action shall require a two-thirds vote of the elected Elders. In the event that said donation shall have a value in excess of 10% of the Annual General Fund Budget, disposition shall be in accordance of Section 2 of this Article.

Section 4 – Documents

The Pastor and Secretary shall execute any conveyance, lease, or mortgage when properly approved by the membership or the Board of Elders.

Section 5 – Dissolution

The property of this Corporation is irrevocably dedicated to religious or charitable purposes and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private person. Upon the dissolution or the winding up of this Corporation, its assets remaining after payment or provisions for payment of all debts and liabilities of this Corporation shall be distributed to Bethany College, a not-for-profit corporation, presently located at 800 Bethany Drive, Scotts Valley, CA 95066; if at the time of dissolution of the Corporation, Bethany College is then organized and operated exclusively for religious or charitable purposes, and has established its tax exempt status under Section 501 ©(3) of the Internal Revenue Code. In the event that Bethany College shall not be organized and operated exclusively for religious or charitable purposes, upon the dissolution or the winding up of this Corporation, the assets of Christian Life Center shall be distributed to the Northern California and Nevada District Council of the Assemblies of God, Inc. a not-for-profit religious corporation. In the event that neither Bethany College nor the Northern California and Nevada District Council of the Assemblies of God, Inc. shall be organized or operated exclusively for religious or charitable purposes, upon the dissolution or the winding up of this Corporation, the assets shall be distributed to the General Council of the Assemblies of God, Inc. a non-profit corporation with International Headquarters in Springfield, Missouri.

ARTICLE XIII – REQUESTS FOR COMMUNICATION

Section 1 - Requests for Church Council

A The church Board of Elders shall designate a regular, recurring time allotment during scheduled Board meetings reserved for dialogue with any church member or employee for the purpose of communication including questions, suggestions, encouragement, counseling and/or dispute resolution. Additionally special appointments may be arranged at mutually convenient times by request to the Pastor and Secretary. In the case that dispute resolution between an active member(s) and the Board of Elders is unsuccessful, after diligent efforts at dispute

resolution are conducted in good faith, a special church council may be requested in accordance with b., below.

If an active member desires a special Church Council for any purpose, he shall submit a written request to the Board of Elders through the Secretary or Pastor for said meeting which may then be called as provided for.

Section 2 - Disputes between individuals or factions & the Board of Elders

- a. Disputes involving individual or factions within the church against the Church Board or the entire membership of the Church, or the Church corporation, shall be resolved by binding arbitration.
- b. The forum for arbitration of disputes concerned in this section is the District Council; and, the arbitration panel shall be comprised of three persons, which three persons shall be appointed by the District Superintendent from among the Executive Officers and/or District Presbytery.
- c. The arbitration panel shall set a time and place for hearing of the dispute between the parties, with proper notice and opportunity for each to be heard and present their respective positions, and shall fix reasonable guidelines for presentation thereof by the parties, as the panel deems just, proper, and fair.
- d. In no event shall any party in the arbitration be allowed to be represented by an attorney or to have any lawyer speak on his behalf, though each party should be allowed to have a Christian layperson aid in preparation and presentation of respective positions. Such Christian layperson must be a active member in good standing of one of the Assembly of God congregations in the area served by the Northern California and Nevada District Council.
- e. The determination and award, or other disposition, made by the panel of arbitrators, shall be final and conclusive, and binding upon the parties, from which there shall be no appeal.

ARTICLE XIV – PROTECTION & INDEMNITIES TO PASTORS & OFFICERS

Section 1 – Pastors, Officers, and the Board of Elders

The congregation of Christian Life Center consent that each and every Pastor, Officer, and member of the elected Board of Elders of the Corporation shall be deemed to have assumed office on the express understanding and agreement and condition that every Pastor, Officer, or Board member of the Corporation and his heirs, executors, administrators, and estate and effects respectively, shall from time to time and at all times be indemnified and save harmless out of funds of the Corporation from and against all costs, charges and expenses whatsoever which such Pastors, Officers, or Board members sustain or incur in or about any action, suit or proceedings which is brought, commenced or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever made, done, or permitted by him in or about the execution of his duties of his office and also from and against all other costs, charges and expenses which he sustains or incurs in or about in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his own willful neglect or default.

Section 2 – Indemnification

The elected Board of Elders may by a two-thirds affirmative vote of all members indemnify and hold harmless any individual, group or entity against any liability, loss, cost, charge or expense whatsoever sustained by an agent because of any action taken or about to be taken on behalf of Christian Life Center. The elected Board of Elders is authorized to secure such indemnification by a corporation including real property assets.

Said indemnification shall be in writing and may be authorized only by action of the elected Board of Elders. Positively no other representations, either expressed or implied by any individual or aggregation of individual Officer, Board Members, employees or agents are ever authorized.

All indemnifications granted by the Board of Elders shall be authorized only after pensive and careful consideration of the benefit as well as risk to the corporation and constructed in such a manner as to minimize the exposure of the corporation to incurred liability.

No indemnification is ever authorized under any condition whatsoever which holds any agent harmless for acts of their own willful neglect, default or illegal activity.

Section 3 Insurance

The church shall maintain liability insurance for all its pastors, officers, and elected Board members which covers errors and omissions and provides for costs, charges and expenses which he sustains or incurs in or about in relation to the affairs thereof in an amount not less than \$1,000,000.00 per person per occurrence.

ARTICLE XV – ROBERT'S RULES

Where not in conflict with other provision of these By-Laws, Robert's Rules of Order, latest edition, shall be established procedure for all meetings of the congregation and the Board of Elders.

ARTICLE XVI – AMENDMENTS

This Constitution and By-Laws may be amended at any regular or special Church Council by a two-thirds majority vote of the membership present, provided the notice of said council shall contain a notice that the Constitution and By-Laws be amended.

BOARD LEADERSHIP STANDARDS

I. Must be fit for service (Luke 9:59-62)

- A. A board leader must be a servant of the Lord who has made a conscious choice to count the cost of his or her commitment to serve. The giving of yourself to Board Ministry is a priority. Recognizing that the commitment is to be made for a time.

II. Must have personal integrity.

- A. A Board leader must be a man or woman of his/her word. They will only say that which they will actually do. This applies to coming to meetings and following through with any volunteered or given task.
- B. A Board leader must have a solid devotional life. Although we all feel inadequate in our devotions at times, there must be a personal commitment to read the Bible and pray daily. Being in a place where one can receive instruction and correction and be in fellowship with other believers from Christian Life Center at least once a week is required.
- C. A Board leader must be concerned about his or her own personal holiness (Ephesians 5:3-7, 18). There must be evidence of placing a high priority on modeling leadership in every situation. Conduct which may be harmful for the individual is to be avoided if it would cause another to stumble. The Fruits of the Spirit should be evident in his/her life.

III. Must be in relationship to a community of believers, especially the general congregation.

- A. A leader must have shown himself/herself approved before others before being made a leader.
- B. Being a member of a community, a leader must be willing to share with others what is going on in his/her life.
- C. A leader must be willing to be held accountable for his/her words and actions. With this must be a willingness to submit to authority (Ephesians 5:21) with a spirit of humility.

IV. General Expectations

- A. Make every effort to be at all Board meetings or call the Senior pastor (or other designated person) to inform him why you cannot attend the meeting.
- B. Be honest and open. Share suggestions, criticisms, etc. to the Senior Pastor and each other.
- C. Always look for ways to improve and better develop your ministry as well as the Board ministry at large.
- D. Always keep a positive outlook.
- E. Delegate your responsibility to someone capable to fill in when you are unable to fulfill your duty. DO NOT call the Senior Pastor at the last minute to say that you cannot do something, expecting him to fill the gap.
- F. ENCOURAGE one another in our responsibilities and support the Senior Pastor, standing behind him in everything with prayer.

AS A COMMITTED AND ACTIVE MEMBER OF THE LOCAL BODY. . .

Exemplary as a role model in manifesting commitment to the standards of membership. . Article V, Section 1, page 4 of the Constitution and By-Laws:

- Commitment to Christ (life evidenced regeneration).
- Commitment to the local body of Christ (prayer, Scripture study, witness, church attendance, and stewardship)
- Strives always to live an examined holy life, obedient to God. With the help of the Holy Spirit, draws near the brilliant light of God's Holiness in order to reveal opportunities for spiritual growth in his/her own life. Acts when convicted.
- Systematically knowledgeable of the full counsel of God's Word.
- Possesses an unselfish, consistent prayer life.
- Earnestly seeks Godly counsel and accountability.
- Expects the sovereign work of the Holy Spirit.
- Invests time in consistent Bible study that supports personal spiritual growth.
- Desirous of being a living sacrifice, totally and unconditionally surrendered to God's will (without preconceived purposes or considerations).
- Active in the giftings of the Holy Spirit (authentic spiritual discernment required).
- Respectful of God.
- Grateful to God.
- Committed to God.
- Possesses a deep love for his/her brothers and sisters in Christ.
- Possesses a deep love and burden for the lost.
- Exercises seriously careful stewardship of God's Word and of all church resources.
- Recent, recurring and protracted life changing experiences in ministry.
- Has courage when it comes to doing the will of God.
- Aware of his/her own strengths and weaknesses and is effective when executing responsibilities.

MEMBERSHIP COVENANT

Having received Christ as my Lord and Savior, and having been baptized, and being in agreement with Christian Life Center's statements, strategy, and structure, I now feel led by the Holy Spirit to unite with the Christian Life Center church family. In doing so, I commit myself to God and to the other members to do the following:

1. I will protect the unity of my church

. . . by acting in love toward other members

"Having a sincere love for your fellow believers, love one another earnestly with all your hearts." 1 Peter 1:22 (GN)

. . . by refusing to gossip

"Do not let any unwholesome talk come out of your mouths, but only what is helpful for building others up according to their needs. . . ." Ephesians 4:29

. . . by submitting to church leadership

"Obey your leaders and submit to their authority. They keep watch over you as men who must give account. Obey them so that their work will be a joy, not a burden, for that would be no advantage to you." Hebrews 13:17

2. I will share the responsibilities of my church

. . . by praying for its growth

"To the church . . . we always thank God for you and pray for you constantly." 1 Thessalonians 1:2

. . . by inviting the unchurched to attend

"Go out into the country . . . and urge anyone you find to come in, so that My house will be full." Luke 14:23

. . . by warmly welcoming those who visit

"So, warmly welcome each other into the church, just as Christ has warmly welcomed you; then God will be glorified." Romans 15:7 (LB)

3. I will serve the ministry of my church.

. . . by discovering my gifts and talents

*"Serve one another with the particular gifts God has given each of you . . ." 1 Peter 4:10
(Ph)*

. . . by being equipped to serve my pastors

"God gave . . . some to be pastors and teaches to prepare God's people for works of ministry, so that the body of Christ may be built up . . ." Ephesians 4:11-12

. . . by developing a servant's heart

"Each of you should look not only to your own interests, but also to the interests of others. Your attitude should be the same as that of Jesus Christ . . . who took on the very nature of a servant . . ." Philippians 2:3-4, 7

4. I will support the testimony of my church

. . . by attending faithfully

*"Let us not give up the habit of meeting together . . . let us encourage one another."
Hebrews 10:25*

. . . by living a Godly life

"But whatever happens, make sure that your everyday life is worthy of the gospel of Christ." Philippians 1:27 (Ph)

. . . by giving regularly

"Each one of you, on the first day of each week, should set aside a specific sum of money in proportion to what you have earned and sue it for the offering." 1 Corinthians 16:2

"A tenth of all you produce is the Lord's, and it is Holy." Leviticus 27:30

BOARD COVENANTS

The Covenant of Affirmation (Agape love/Philia love)

"I will love you and affirm you no matter what you have said or done. I love you as you are and for what Christ wants to make of you."

The Covenant of Availability

"Anything I have – time, energy, wisdom, myself, finances (within reason, of course), – are all at your disposal. I give these to you and the covenant group in a unique way."

The Covenant of Sensitivity

"I covenant to be sensitive to you and the covenant group and to actively listen to what each is saying through words, attitude, and body language. I will be concerned with what you are feeling and going through."

The Covenant of Regularity

"I covenant to give a regular part of my time to this group when it decides to meet. I consider that time to be of highest priority on my schedule."

The Covenant of Prayer

"I promise to pray for you, to uphold you, and to attempt to be sensitive to the Holy Spirit concerning your needs."

The Covenant of Openness

"I will show myself to you over time, letting you know who I am as a person in feeling, history, hopes, and hurts."

The Covenant of Honesty

"I will be honest in my mirroring back to you what I sense and feel coming from you."

The Covenant of Confidentiality

"What goes on in this group stays here. I will say nothing that could be traced back or that could be injurious or embarrassing to my covenant partners."

The Covenant of Accountability

"You have a right to expect growth from me so that I may give you the fullness of the gifts which God has bestowed upon me and fulfill my God-created designs. Therefore, I will not languish in the process of growth."

The Covenant of Being Positive

"I will do my best to be positive and constructive with all that God has given me; His Word, God's people, and those He has set in authority above me."

Before God, for my covenant partners, and for personal development, I pledge to diligently abide by the above.

Signed

Date

BOARD MEETING DATES

**All Board meetings from April through December will be held at 7:00pm..
All Board Meeting dates are subject to c*