

Constitution and Bylaws
of
Crossroads Community Church of Santa Clarita Valley,
incorporated as a non-profit corporation in the State of California

Article I
Location of Offices

The name of this Corporation is Crossroads Community Church of Santa Clarita Valley. It is a California non-profit religious corporation with the principal offices located in the Santa Clarita Valley.

Article II
Purpose - Mission Statement

Our passion is to see our community come to Know Jesus, Grow to be like Him, and Go to serve Him (Colossians 1:28).

This Corporation is organized for exclusively charitable, educational, and religious purposes.

Article III
Statement of Faith

Section 1: Word of God

We believe . . . that the sixty-six books of the Bible are the verbally inspired Word of God, without any mistakes, and completely accurate as originally written. God's Word is both true and everlasting, is the complete revelation of God's will for salvation, and is our supreme authority for faith and conduct. (II Peter 1:20-21, II Timothy 3:16, I Peter 1:24-25, John 17:17)

Section 2: God

We believe . . . there is only one true, living, sovereign, and infinite God, creator of all things, one in essence and eternally existing in three persons: Father, Son and Holy Spirit, and that these three persons are of equal dignity and power each deserving worship and obedience. (Deuteronomy 6:4, Isaiah 45:5-7, I Corinthians 8:4, Matthew 28:19, II Corinthians 13:14)

Section 3: Jesus Christ

We believe . . . in the deity and eternal existence of Jesus Christ, true God and true man; His miraculous conception by the Holy Spirit; His virgin birth; His sinless life; His substitutionary death on a cross; His bodily resurrection; His ascension to the right hand of the Father; and His personal, imminent return. (John 8:57-58, Philippians 2:6-7, Matthew 1:23, Romans 5:8, I Corinthians 15:16-20, Acts 1:9-11, Hebrews 4:14-15)

Section 4: Holy Spirit

We believe . . . in the present ministry of the Holy Spirit sent by God to comfort, convict, guide, and sanctify believers. The Holy Spirit regenerates and indwells all believers at conversion, forever, thus enabling and empowering the life and ministry of the believer. (John 16:5-16, Matthew 28:19, Titus 3:5-7, I Corinthians 12:13, I Corinthians 6:19, Romans 8:9, Ephesians 5:18, I Corinthians 12:7-11)

Section 5: Man

We believe . . . that man was the direct and instantaneous creation by and for God in His image; that by man's disobeying God, every man by nature and by practice incurred physical and spiritual death, which is eternal separation from God and punishment as a consequence. (Genesis 1:26-27, Romans 5:12, John 3:36, Ephesians 2:1-3, Romans 3:23, Romans 3:10-18, II Thessalonians 1:9)

Section 6: Salvation

We believe . . . salvation is a gift from God to man. Man can never make up for his or her sin by self-improvement or good works. God's grace is demonstrated in the gift of His Son Jesus Christ who died on our behalf. All who repent and put their trust in Christ are declared right with God due to His sacrificial death on the cross as a substitutionary atonement. At the point of salvation each believer is a new creation eternally secure and will give some evidence of personal conversion through the actions of their life. (Ephesians 2:8-10, Acts 3:19, Romans 3:21-26, John 6:37-40, II Corinthians 5:17)

Section 7: The Church

We believe . . . the universal church is composed of all Christians who have repented of their sins and placed their trust in Jesus Christ. Christ serves as the head of this united spiritual organism called the church. The formation of the church, the body of Christ, began on the Day of Pentecost and will be completed at the coming of Christ for His church at the rapture. The local church is made up of believers who have joined together for worship, instruction, fellowship, service and observing the ordinances of baptism and communion. (Matthew 16:18, Ephesians 1:22, I Corinthians 12:13, Acts 2:42-47)

Section 8: Last Things

We believe . . . in the bodily resurrection of everyone who has lived, the everlasting blessing and reward of those in right relationship with God, and the everlasting punishment of those who have rejected God's forgiveness in His Son. (Acts 24:14-15, I Corinthians 15:22-23, II Corinthians 4:14, Revelation 20:13-15)

Section 9: Social Issues

- 1. Human Sexuality.** We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage between one man and one woman. We believe that any form of homosexuality, lesbianism, bisexuality, bestiality, incest, fornication, adultery, and pornography are sinful perversions of God's gift of sex. We believe that God disapproves of and forbids any attempt to alter one's gender by surgery or appearance. We believe that the only Scriptural marriage is the joining of one man and one woman.

2. **Church Leadership.** We believe that men and women are spiritually equal in position before God but that God has ordained distinct and separate spiritual functions for men and women in the home and the church. The husband is to be the leader of the home, and men are to be the leaders (pastors and elders) of the church. Accordingly, only men are eligible for licensure and ordination by the church.

Article IV The Board of Elders

Section 1: Derivation of Authority

The sole source of all authority, whether in heaven or on earth, is the God who has spoken in the Scriptures of the Old and New Testaments. According to the New Testament, the Lord Jesus Christ has all authority in heaven and on earth (Matthew 28:18; Ephesians 1:18-23; Colossians 2:9-10) and is the supreme authority for Crossroads Community Church of Santa Clarita Valley in all matters.

In the remaining days prior to Jesus' return to reign over the earth, the local church represents the visible expression of His will to mankind. In this regard, the church relates to Jesus as His body, of which He is the head (Ephesians 1:22-23). The New Testament teaches that while all believers are of equal worth to God and have equal access to Him for personal guidance and provision (Galatians 3:26-28), the corporate oversight and direction of the church is mediated by Christ through a plurality of Godly servants. These men are called elders and are responsible to lead in the power of the Spirit of Christ and according to His Word (1 & 2 Timothy; Titus; 1 Peter). The New Testament does not give a clear directive as to the exact number of elders but does clearly vest authority in a plurality of men. Therefore the authority of the elders is derived from their reflection of Christ's character and obedience to the Scriptures (1 Timothy 3:1-7; Titus 1:5-9; 1 Peter 5:1-3). The elders are called by Christ to sacrificially shepherd (John 10:11-15) the flock of God, leading primarily by example (1 Peter 5:1-3) as servants (Matthew 20:25-28) and exercising a teaching ministry in some capacity. The congregation is called to be subject to their elders (1 Peter 5:5), to obey and submit to their leaders (Hebrews 13:17), and to appreciate those who labor on their behalf (1 Thessalonians 5:12-13).

Section 2: Authority and Responsibilities

Crossroads Community Church of Santa Clarita Valley is incorporated under the laws of the State of California and operates within the restrictions of the Corporations Code of the State of California, the California Nonprofit Religious Corporation Law, Internal Revenue Code for 501(c)(3) corporation regulation, et al. As such, Crossroads Community Church of Santa Clarita Valley voluntarily submits to these legal requirements.

The activities and affairs of the Corporation shall be exercised by or under the direction of the Board of Elders, who are responsible for overseeing and shepherding the congregation.

The Board of Elders shall have, but is not limited to, the following authority and powers (in addition to those enumerated in other sections of these By-laws):

1. To establish and maintain the Operations and Procedures Manual (OPM) for the church;
2. To engage in all financial transactions relative to the operation of the church;
3. To adopt, make, use or alter a corporate seal;
4. To delegate authority for the day-to-day operational decision-making responsibilities of the church; and
5. To call and conduct meetings for the purposes of carrying out the organizational or operational business of the church; to include the church membership in these processes as stated in these By-laws or as the elders see fit.

Section 3: Number and Tenure of Elders

There shall be a minimum of two (2) elders and no maximum number of elders. They shall serve a four (4) year term as long as the qualifications listed in 1 Timothy 3:1-7, Titus 1:5-9, and 1 Peter 5:1-3 are met prior and during that term. After a one (1) year break is completed they may be appointed to serve another term. A periodic evaluation of individual elders shall take place to ensure that all elders remain biblically qualified. Pastoral Staff may serve as elders. Pastoral Staff elders, except for the Senior Pastor, will not have voting rights as a Board member. The Board shall be comprised of the greater of one (1) lay elder or two-thirds (2/3) lay elders.

Section 4: Other Issues Relative to the Board of Elders

Elder Selection: The Board of Elders shall provide a process to select new elders.

Elder Removals: Any elder may be removed from office at any regular or special meeting of the Board if he is found to be physically or mentally incapacitated, or spiritually unqualified (according to Scripture, including 1 Timothy 3:1-7 and Titus 1:5-9). His removal must be agreed upon by a majority of the Board of Elders.

Elder Sabbaticals: An elder may request in writing to the board a 6-month sabbatical from the board as long as the request is not a disqualifying issue (according to Scripture, including 1 Timothy 3:1-7 and Titus 1:5-9).

Elder Vacancies: An elder vacancy shall exist upon an elder's death, resignation, removal of said elder from the Board, or at the end of his term. An elder shall give notice of resignation to the Chairman of the Board of Elders subject to the applicable sections of the California Nonprofit Religious Corporation Law.

Elder Meetings: The Board of Elders shall meet at least once a month. Records of elder meetings shall constitute the legal minutes of the corporation. A majority of elders present at any given meeting under the provisions of this section may adjourn a meeting and continue the meeting until a later date.

Quorum and Decisions of the Board of Elders: A quorum shall be defined as half the Elder Board or two elders, whichever is greater. Decisions may be reached based upon three-fourths of the votes cast by the quorum. The Board of Elders shall make decisions in a spirit of unity following a thorough and honest discussion characterized by gentleness, self-

control, and sound doctrine (1 Timothy 3:2-3; Titus 1:7-9; Ephesians 4:1-3). Decisions may be made in behalf of the church without a formal meeting if all elders vote through personal contact by the Chairman with assistance from the Vice-Chairman and/or Secretary. The discussion that is communicated to each elder must be the same in content and request for action. Any action taken through this manner shall be recorded in a separate set of minutes by the Secretary. At the next regularly scheduled elder meeting, these minutes shall be reviewed and presented for approval.

Inspection of Books and Records: Every elder shall have the right at any reasonable time to inspect all financial information (including the books, records and documents) as well as the physical properties of Crossroads Community Church of Santa Clarita Valley for the purpose reasonably related to such person's interest as an elder. These rights will not include the inspection of personal property or individual giving records.

Article V Church Membership

Section 1: Membership

Membership in Crossroads Community Church of Santa Clarita Valley will be open to all persons who confess Christ as their Lord and Savior, who have been baptized by immersion, and have completed the following requirements for membership:

1. Filled out a membership application;
2. Completed the membership class or Pastoral interview;
3. Read and agreed to abide by the Statement of Faith and the Bylaws;
4. Signed a membership covenant;
6. Affirmed by the Congregation; and.
7. Approved by the Board of Elders

Section 2: Voting Rights of Membership

Membership in this church shall not vest in any member any proprietary rights in the Corporation, but shall entitle the member to vote at a meeting of the members on those matters stated in these bylaws or that the Board of Elders chooses to submit to the church membership for affirmation. In such cases, voting privileges are restricted to members who are in good standing, who are not under any disciplinary action, and who are 18 years of age or older. Each member is entitled to one vote. Voting by proxy is prohibited.

Section 3: Denial of Membership

The Board of Elders has complete authority to deny a person membership if they determine that the applicant does not confess Jesus Christ as his or her Lord and Savior, or that there is a lack of evidence of a Godly lifestyle. The decision made by the Board shall be final and there shall be no appeal to any court from that decision.

Section 4: 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 authority of the Elders.

Members, as with every Christian, is a steward of a portion of God's wealth entrusted to him or her and is called to support their local church. This should be done sacrificially and cheerfully according to the scriptures to support the church, help those in need, and help the spread of the Gospel.

Members, as with all Christians relinquishes all rights to direct the use of their tithe or offering once the gift has been made. Membership does not provide or offer any right of ownership to the individual member.

Section 5: Church Discipline/Restoration

The threefold purpose of church discipline is to glorify God by maintaining purity in the local church (1 Corinthians 5:6), to edify believers by deterring sin (1 Timothy 5:20), and 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).

Members of this church who err in doctrine, or who engage in conduct that violates Scripture as determined by the Board of Elders, shall be subject to church discipline/restoration. The discipline/restoration process will follow the biblical four (4) stage process as commanded by Jesus in Matthew 18:15-18.

The members of 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/restoration.

Section 6: Termination of Membership

Membership may be terminated by the Board of Elders under the following conditions:

1. Upon the death of the member;
2. Upon issuance of a letter of recommendation for transfer of membership to another church;
3. Upon a member's personal request in writing that he or she be removed from the roll;
4. Upon a member's unjustifiable absence, determined by the Board of Elders, after due notice and effort to reclaim; or
5. Upon withdrawal of fellowship by the Board of Elders from a member as a matter of church discipline/restoration as delineated under Article V, Section 5.

Any member who seeks a transfer of membership or any other removal of their name from membership while involved in any stage of discipline/restoration process will not be acted on until the discipline/restoration process has come to a clear conclusion.

Article VI Corporate Membership

The corporate structure for organization, authority and responsibility rests first with the Board of Elders and then delegated as the Board will see fit.

Section 1: Membership Approval

Corporate organization, authority, and responsibility rest with the Board of Elders. However, three-fourths of the votes cast by church members (18 years or older) is required to approve:

- full-time pastoral candidates
- elder nominees
- any proposal to buy, sell, incur indebtedness on the property owned by Crossroads Community Church of Santa Clarita Valley, to trade, pledge, hypothecate or secure any land or assets owned by Crossroads Community Church of Santa Clarita Valley.

Section 2: Quorum

The members present during the annual and specially called meetings shall constitute a quorum.

Section 3: Annual Meeting

A regular annual meeting of the church members shall be held. At such annual meeting the members shall consider reports of the affairs of the Corporation and transact such other business as the elders determine shall be brought before the meeting.

Section 4: Special Meetings

Specially called meetings may be called by the Senior Pastor or the majority of the Board of Elders at anytime.

Section 5: Designated Representatives

For the purposes of meetings and other such procedures, the Board of Elders may appoint or otherwise delegate representatives to conduct such business.

Section 6: Fiscal Year

Fiscal year shall follow the calendar year of January to December.

Article VII Senior Pastor

The Senior Pastor shall be selected by the Board of Elders and approved by the members of the church at a special membership and such approval shall be a three-fourths (3/4) majority of all the votes cast. He shall remain in office an indefinite period of time unless recommended for dismissal by a unanimous vote of the Board of Elders and approved by a three-fourths (3/4) vote of the members at a special membership meeting. If the Senior Pastor has scriptural disqualified himself, according to I Timothy 3:1-7 and Titus 1:5-9, then he can be dismissed by unanimous vote of the Board of Elders. If the Senior Pastor is dismissed, he must be given one month's written notice of the intention to dismiss. The Senior Pastor must also give one month's notice if he intends to resign. The time limit of the Senior Pastor's resignation or dismissal is subject to a lesser time if both the Senior Pastor and the church by mutual agreement provide otherwise.

Article VIII Corporate Records and Reports

All corporate records of meetings, transacted business, records of voting results, and any and all such corporate business activity of Crossroads Community Church of Santa Clarita Valley shall be kept in the form of duly noted and approved minutes. The Board of Elders shall ensure that the minutes are accurate and approved by a quorum. All records and reports of the corporate business of Crossroads Community Church of Santa Clarita Valley shall be kept in a safe and complete manner. Other than personnel issues and those that the Board of Elders declares to be sensitive in nature, all records and reports will be made available for inspection by any member 18 years of age or older.

Article IX Officers

Section 1: Officers

In Sections 1-9, "officers" shall refer to the, Chairman, Vice-Chairman, Secretary, and Treasurer..

The officers of Crossroads Community Church of Santa Clarita Valley, selected from the Board of Elders, shall be a Chairman, a Vice-Chairman, a Secretary, and a Treasurer. Other officers, as deemed necessary by the Board of Elders and not requiring elder status, may be appointed in accordance with Section 9 of this article. All officers shall have signature authority for all legal and financial documents and may designate others for signature authority by unanimous vote of the Board of Elders.

Section 2: Election

The Chairman, Vice-Chairman, Secretary, and Treasurer, shall be chosen annually by the Board of Elders.

Section 3: Resignation and Removal

Resignation of an officer shall be effective upon written notice to the Board of Elders specifying an effective date. Should any officer fail to perform the duties of his office, removal from office may be deemed appropriate by the Board of Elders.

Section 4: Vacancies

In the event of a vacancy, the Board of Elders shall name a replacement for the remaining term of office.

Section 5: The Chairman

The Chairman shall, subject to the wishes of the Board of Elders, give general supervision and direction to all other officers. He shall preside at all meetings of the Board of Elders and have such authority and duties as prescribed by the By-laws or Board of Elders. In the absence of a Senior Pastor the Chairman shall be responsible for church leadership and governance.

Section 6: The Vice-Chairman

In the absence of the Chairman, the Vice-Chairman shall assume his duties. As needs exist, other duties and authority may be authorized by the Board of Elders.

Section 7: The Secretary

The Secretary shall keep, or cause to be kept, a record of minutes of all congregational meetings, all meetings of the Board of Elders and all meetings of authorized committees. These minutes shall record those present, the time, the location, the type of meeting and a summary of matters under consideration.

Section 8: The Treasurer

The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the property and business transactions of Crossroads Community Church of Santa Clarita Valley. In the name of Crossroads Community Church of Santa Clarita Valley, the Treasurer shall deposit all moneys and other valuables as well as disburse all funds necessary to the operation of the church.

The Treasurer shall make, or cause to be made, regular financial reports to the Board of Elders as to the financial status of the church. These reports shall also be available, upon request, to the individuals in the congregation.

As deemed appropriate, he shall serve as a member of any committee dealing with property, financial and budgetary activities of Crossroads Community Church of Santa Clarita Valley.

The Treasurer shall keep and maintain, or cause to be kept and maintained, a confidential account of each giver of record. A record of such contributions for the calendar year shall be supplied to each giver.

Section 9: Other Officers and Committees

The Board of Elders may appoint additional officers and/or committees as deemed necessary to conduct the ministries of Crossroads Community Church of Santa Clarita Valley or promote the ministries of our Lord Jesus Christ. Term of office and authority shall be provided elsewhere in these By-laws or as determined by the Board of Elders.

Section 10: Hiring of Paid Church Staff

The hiring of ministry level staff must be approved of by the Board of Elders.

Article X Dissolution

Section 1: Assets

The property of this corporation is irrevocably dedicated to religious purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private person.

Section 2: Distribution

On the dissolution or winding up of the Corporation, the Board of Elders shall distribute its assets remaining after payment of or provision for payment of all debts and liabilities of this Corporation to a nonprofit fund, foundation or corporation which is organized and operated exclusively for religious purposes and which has established its tax-exempt status under Internal Revenue Code Section 501(c)(3). These assets shall be distributed to an entity most similar in intent to the Mission Statement and Statement of Faith of Crossroads Community Church of Santa Clarita Valley.

ARTICLE XI INDEMNIFICATION

SECTION 1: ACTIONS SUBJECT TO INDEMNIFICATION

The church may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, including all appeals (other than an action by or in the right of the church) be reason of the fact that the person is or was a pastor, elder, deacon, officer, employee, or agent of the church, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by them in connection with the action, suit or proceeding; and if that person acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the church and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not at in good faith and in a manner that they reasonably believed to be in or not opposed to the best interests of the church and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his or her conduct was unlawful.

SECTION 2: EXPENSES SUBJECT TO INDEMNIFICATION

To the extent that a pastor, deacon, officer, employee, or agent has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in this Article, or in defense of any claim, issue, or matter in that action, suit, or proceeding, he or she may be indemnified against expenses, including attorneys' fees, actually and reasonably incurred by him or her in connection with the action, suit, or proceeding.

SECTION 3: LIMITATIONS OF INDEMNIFICATION

Any indemnification made under this Article, may be made by the church only as authorized in the specific case on a determination that indemnification of the pastor, elder, deacon, officer, employee, or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in Section 1. The determination shall be made (a) by a majority vote of quorum consisting of the pastor and elders who were not and are not parties to or threatened with the action, suit, or proceeding; (b) if the described quorum is not obtainable or if a majority vote of a quorum of disinterested elders so directs, by independent legal counsel in a written opinion.

SECTION 4: TIMING OF INDEMNIFICATION

Expenses of each person seeking indemnification under this Article, may be paid by the church as they are incurred, in advance of the final disposition of the action, suit, or proceeding, as authorized by the board of elders in the specific case, on receipt of an undertaking by or on behalf of the pastor, elder, deacon, officer, employee, or agent to repay the amount if it is ultimately determined that he or she is not qualified to be indemnified by the church.

SECTION 5: EXTENT OF INDEMNIFICATION

The indemnification provided by this Article shall be deemed to be discretionary unless otherwise required as a matter of law or under any agreement or provided by the insurance purchased by the church, both as to action of each person seeking indemnification under

this Article in his official capacity and as to action in another capacity while holding that office, and may continue as to a person who has ceased to be a pastor, elder, deacon, officer, employee, or agent and may inure to the benefit of the heirs, executors, and administrators of that person.

SECTION 6: INSURANCE

The church may purchase and maintain insurance on behalf of any person who is or was a pastor, elder, deacon, officer, employee, or agent of the church against any liability asserted against them and incurred by them in that capacity, or arising out of their status in that capacity, whether or not the church would have the power to indemnify them against liability under the provisions of this Article.

Article XII By-laws Amendment Process

These Bylaws may be amended and new and additional Bylaws may be made at any time by unanimous approval of the Board of Elders.