

WITHOUT SPOT OR WRINKLE MINISTRIES INTERNATIONAL

A California Non-Profit Corporation

BY-LAWS

AS AMENDED JUNE 09, 2008

SUPERSEDING BY-LAWS DATED JUNE 13, 2000

ARTICLE I

NAME

Section 1. This Corporation shall be known as **WITHOUT SPOT OR WRINKLE MINISTRIES INTERNATIONAL** herein after referred to as the Church.

ARTICLE II

PURPOSE

Section 1. The purpose of this Church shall be to propagate the Christian faith and spread the Gospel of Jesus Christ as revealed through the Holy Scriptures.

Section 2. To undertake such other and further purposes as may be necessary to fulfill the calling of a New Testament Church called to co-labor with the Lord in the earth, His harvest field.

Section 3. To teach and encourage believers to worship and exalt Jesus Christ as Lord and King through acts of private and corporate worship and through their manner of living.

Section 4. To provide for preaching, teaching and fostering the growth of the Christian faith throughout the world; to prepare, ordain and commission ministers to carry on the work of evangelism, to promote missionary work in all places throughout the world, to establish local churches and foster their development, to bring Christian believers to spiritual maturity.

Section 5. To have the right to own, hold in trust, use, sell, convey, mortgage, lease or otherwise gain, dispose of or use such property, real or chattel, as may be required or beneficial for the good of the Church.

Section 6. To engage in a ministry of teaching and outreach through radio, television, internet, newspaper, and other publications, and every other media of mass communication.

Section 7. To acquire, operate and maintain Bible colleges, church schools, orphanages, group homes, marriage and family discipling, homes for the aged, and other such benevolent and charitable institutions as may be deemed necessary to fulfill the objectives of this organization.

Section 8. To collect, solicit and accept funds or other subscriptions; to acquire and hold real estate and such other property as the realization of the aforesaid objectives may require.

Section 9. To be a religious corporation without capital stock and which does not contemplate pecuniary gain or profits for any officer, employee, or individual.

Section 10. To pursue the purposes set forth in the Articles of Incorporation of this Corporation.

ARTICLE III

STATEMENT OF FAITH

Section 1. The Bible: We believe that the Bible is the inspired Word of God equally in all parts and without error in its original manuscript, absolutely infallible, and our source of supreme revelation from God, superior to conscience and reason, though not contrary to reason; and it is therefore our infallible rule of faith and practice. II Timothy 3:16-17; I Peter 1:23-25; Hebrews 4:12

Section 2. God: We believe in one God who has revealed Himself in three persons, the Father, the Son and the Holy Spirit. The Father, the Son and the Holy Spirit are all co-eternal, all stand equally superior to time, free from the temporal distinctions of past and future.

The Eternal FATHER - Genesis 12:33; Deut. 33:27; Psalms 90:2; Psalms 102:27; I Timothy 1:17.

The Eternal SON - John. 1:1-2; John. 8:58; Heb. 1:8; I John 1:2; Micah 5:2; Rev. 1:8

The Eternal SPIRIT - Heb. 9:14

The Eternal GODHEAD - Romans 1:20

Section 3. Jesus The Christ: We believe in the pre-existence, incarnation and virgin birth of Jesus Christ who came into the world to reveal the Father, and was the brightness of His glory and the express image of His person; that Jesus Christ was the Creator of all things, for by Him the worlds were made. We further believe that in Christ dwelt all the fullness of the Godhead bodily and that He was very God and very Man. (John. 1:1-2 & 14; I Tim. 3:16; Acts 7:37-38)

Section 4. Christ's Ascension and Immanent Return: We believe in Jesus Christ's sinless life, miracles, substitutionary death, bodily resurrection and His ascension into Heaven, and His personal return in power and great glory, and in His everlasting Kingdom and dominion. (Acts 1:11; 3:19-21; Daniel 7:14; Revelation 20:4) We acknowledge His Lordship --- that Jesus Christ is Lord over all things in heaven and in earth, and under the earth. Phil. 2:9-10

Section 5. A New Heaven and Earth: We believe that there shall be a new heaven and a new earth. Isa. 65:17 and 66:22; 2 Pet. 2:13; Rev. 21 & 22.

Section 6. The Creation of Man: We believe that man was created by a direct and immediate act of God. Genesis 1:26-27; 2:4

Section 7. Satan: We believe in the reality and personality of Satan, Job 1:7; Matthew 4:1-11 and that he was defeated by Christ through His death, burial and resurrection at Calvary Ephesians 1:19-23; Col. 2:15 and that Christ has delegated His authority over all the works of Satan to His body the Church. Matt. 28:18-20

Section 8. The Fall of Man: We believe that man by transgression fell from a state of righteousness and holiness in which he was first created, into total spiritual depravity, a state of death in trespasses and sins in which he is held as a slave of sin and an enemy of God, being unable to attain divine righteousness by his own efforts, but must be redeemed and delivered by the power of the gospel. Rom 5:12-21; I Cor. 15:1-4

Section 9. The Unbeliever: We believe that the fearful, the unbelieving, the abominable, whoremongers, sorcerers, idolaters and liars shall have their part in the lake which burneth with fire and brimstone, which is the second death. Rev. 21:8) wherein dwelleth righteousness. II Peter 3:13; Revelation 21:1

Section 10. The Foundation Stones: We believe that each believer must lay a foundation of Biblical truth and experience upon which he builds his life. These "foundation stones" are: repentance from dead works, faith toward God, doctrine of baptisms, laying on of hands, resurrection of the dead, eternal judgment and perfection. Hebrews 6:1-3

Section 11. Repentance: We believe that repentance is a gift from God. It is simply not true that a person can repent at any time. Repentance is dependent upon the convicting action of the Holy Spirit in the lives of sinners and believers. The conviction of the Holy Spirit, which often accompanies the preaching of the Gospel of Jesus Christ, will result in the revelation of the sinfulness of self which should lead to Godly sorrow. Remorse, or worldly sorrow, is a feeling of deep regret, hopelessness or even despair. It does not lead to constructive change. On the other hand Godly sorrow, which may at times be mistaken for worldly sorrow, produces repentance which causes us to turn away from sin and selfishness and to receive faith for change. Worldly sorrow is destructive, but repentance is life giving. Repentance changes the way we feel and act about sin, self and God. Repentance is a total change of heart, mind, attitude, emotions, will, action and lifestyle flowing from the turmoil and sorrow of Holy Spirit conviction of sin. II Corinthians 7:10; Psalms 51; Acts 11:18; II Tim. 2:25; Genesis 6:3; Romans 1:18-32; Matt. 9:12-13.

Section 12. Faith: We believe that faith without works is dead. We do not believe, as a matter of the fundamental beliefs and doctrines of this church that any matter can be believed without there being an accompanying and corresponding action. Our faith is an active faith that requires the doing of acts in the world. Our faith is not a passive or complacent system of intellectual belief or assent to doctrine but is an active force in our lives that requires and results in actions being taken. A living, active faith will be manifested not only in belief and mental assent but in actions expressing and based upon that belief. If a belief is truly held it will be acted upon. The act is as much a fundamental aspect of our faith as the belief upon which the act is based. James 2:14-26; Eph 2:8-10; Matt 5:16; 7:21; & 24-27; 16:27; II Cor 5:10; Rev 2:23; 22:12

Section 13. Justification: We believe that repentance and faith toward our Lord Jesus Christ produces the work of justification in the believer. Through faith in the shed blood of Jesus Christ, he is justified and made a partaker in the death of Christ. This is the initial step of salvation. Rom. 5:1,9; Lu. 22:20

Section 14. Water Baptism: We believe that water baptism is an essential and necessary part of the "doctrine of baptisms", Hebrews 6:2, performed only upon repentant believers in the name of the Lord Jesus Christ (which we believe to be the fulfillment of the Name of the Father, Son and Holy Spirit) and for the remission of sin. (Acts 2:38) This act is to be done by

immersion,; and we further believe that it is the means whereby we receive the new covenant sign of "circumcision of heart". Romans 2:28-29; Colossians 2:9-13

Section 15. Baptism in the Holy Spirit: We believe in the baptism of the Holy Spirit according to Acts 2:4; 10:46; 19:6; that it is the seal of the New Covenant relationship, Eph.. 1:13; 4:30; 2 Cor. 1:22 and that speaking in other tongues is the accompanying sign of receiving the baptism of the Holy Spirit. Mk. 16:17 We also hold that the evidence of the baptism (or infilling) of the Holy Spirit is one's response to the Word of God (John 16:13), a Christ-like life, showing forth Christ's character, nature and experiencing and manifesting the fruit of the Holy Spirit. John 15:26; 16:14; Gal. 5:22-23; Eph. 5:18-21)

Section 16. Laying on of hands: We believe in the doctrine of the laying on of hands for:

- a) The confirming of believers in the faith. Acts 14:22
- b) The confirmation of one's call by the laying on of hands with prophecy Acts 13:1,3.
- c) The impartation of the spiritual gifts when accompanied by prophecy and the laying on of hands I Timothy 4:14; II Timothy 1:6
- d) The recognition, ordination, and setting apart of ministry.
- e) The impartation of the gift of the Holy Spirit Acts 8:17-18.
- f) The ministry of healing the sick Mark 16:16.
- g) The blessing and dedication (setting apart) of children. Mark 10:16.

Section 17. The Ministry of the Holy Spirit: We believe that the ministry of the Holy Spirit is being manifested in the Church through the fruits, (Galatians 5:22-23 --- graces, ministries and gifts) and we hold that the nine gifts of the Spirit, (I Corinthians 12:8-11) should be and must be operative in the Church today in order for the Church to enjoy the fullness of God. Also, we hold that these gifts are imparted by the sovereignty of the Holy Spirit and only work or operate by this one and self-same Spirit. I Corinthians 12:11

Section 18. Healing: We believe in divine healing for the whole man. Healing was obtained through the atonement in Christ's sacrificial death (I Peter 2:24-25; Isaiah 53:4-5). We believe in healing as practiced by the early church. Acts 4:30; 19:11; Romans 8:11; I Corinthians 12:9; James 5:14.

Section 19. Grace and Sanctification: We believe that "by grace are ye saved through faith and that not of yourselves; it is the gift of God, not by works lest any man should boast." (Ephesians 2:8-9) We further believe that the emphasis for a continuous walk in grace should be the emphasis of heart righteousness and purity, believing in the keeping power of God, walking after the Spirit and not after the flesh in a lifestyle that demonstrates the character, standards and convictions of Jesus Christ, not being conformed to the world Jude 24; Romans 8:25; Galatians 5:16-25; Romans 4:1-5; 12:1-2.

Section 20. The Five Fold Ministry: We believe in the five-fold ministries given to the Church at the ascension of Jesus Christ and that they continue to be needed and should be expected today. We believe in the New Testament order for the local church in its government, structure and worship. Five fold (Ascension Gift) Ministries: Apostles, Prophets, Evangelists, Pastors and Teachers. (Eph. 4:11) Elders (Titus 1:5-9; I Timothy 3:1-7) Pastoral accountability and authority (Hebrews 13:17). Psalms 68:18; Ephesians 4:11-12. We believe they are called and scripturally provided by our Lord Jesus Christ, the Head of the Church, for the two-fold purpose of the evangelization of the world and of the edification and oversight of the body of Christ. Mark 16:15-20; Ephesians 4:8-13; Acts 20:28

Section 21. The Autonomy Of The Church: This church is intentionally structured as an 'Autonomous' and 'Indigenous' entity, with no other church or organization having authority or control over it. We purposely avoid the use of the term 'Independent,' as we believe the Lord

Jesus Christ desires every believer and leader to be relational, and accountable to other believers. However, as the church is comprised of many believers, we recognize the possibility of internal disputes or strife, where the wisdom and spiritual authority of seasoned Ministry, known and recognized by this local church, would be helpful in resolving issues and restoring relationships. It is the 'Senior Ministers' who, by the laying on of their hands, set qualified men and women into ministry. (Acts 14:23). All ministry are to be accountable to other relational 'Peer' Ministry. (Acts 14:26, 27; 1 Cor. 4:6 – 21) For this purpose, provision is made for the 'The Senior Ministers Council,' comprised of Five Fold (Ascension Gift) Ministries.

Section 22. Local Church Elders: Under Moses, elders were set aside to "rule" over 1000's, 100's, 50's and 10's. The 70 elders "called out," to share Moses' anointing, were the equivalent of the New Testament "five fold Ministry." The remaining elders, the equivalent of the local church elder, with varying degrees of anointing. We believe in the ministry, and necessity, of the Local Church Elders. Their qualifications are the same, but not recognized as a "Trans local elder," "Traveling elder," "Ruling elder," or a "Five Fold Minister," but *are* recognized and trained to serve in the local church. It is possible that at a later time, when his ministry gift has more fully developed, he will be recognized and ordained as a five fold Minister. Ex 18:13-26. Num. 11:14,17; and 24, 25; Deut 1:15. Those called to this office will function in a manner as to lead by example in, prayer, worship, teaching, laying on hands, prophesying and performing all the sacraments.

Section 23. Ordination and Commissioning: We believe the local church has the right to Ordain the Five Fold Ministers, and Commission Local Church Elders, as a recognition and separation of a specific gifting of God. We believe that God calls men into specific ministries as Apostles, Prophets, Evangelists, Pastors and Teachers. God calls. Man can only recognize the call and acknowledge it. Ordination is on the basis of that recognition of God's gifting. Men and women called to a specific office by God and ordained or commissioned by this church will have the right to participate in the traditional sacramental and ordinal functions of the church such as marriage, funerals, baptisms, and the like. They shall also be expected to function in the spiritual giftings of their office and to demonstrate the reality of their calling. We reject the efficacy of ritual and the concept of a separate priestly class. We recognize the priesthood of believers and the serving ministry of the Apostle, Prophet, Evangelist, Pastor and Teacher with government by these Elders, and that such actions on the part of those ordained and commissioned by this church would be compared to the sacramental function of the priesthood in traditional sacramental churches.

Section 24. Deacons: We believe in the servant ministry of the Deacons (Acts 6:1-7; Philippians 1:1; I Timothy 3:8-13), as those recognized, able and appointed by the elders, as a ministry of Helps; Servants; Administrators (I Cor. 12:28 Amp.), and to lead in Music and Worship I Chron. 23:1-5.

Section 25. The Body of Christ: We believe that the Church is the Body of Christ expressed as the church individual, the church local, and the church universal and invisible (all saints of all places and all times united together under one Lord), and that the basis of our fellowship is in Jesus Christ, in the power of the Spirit. Ephesians 2:13-22; 4:3-6; I John 1:6-7 As such, we believe the church to be more than just a building or a gathering of people. It is a body living in relationship and harmony under the direction of the head, Jesus Christ. I Corinthians 6:15; II Corinthians 1:1; Romans 16:5; I Peter 2:4-5; Ephesians 2:19-22; I Corinthians 12:12-31; Romans 12:4-5; Ephesians 4:11-16. The local church is an expression of the community and fellowship of God.

Section 26. Congregational Membership: The Church, by its very composition, is a membership organization. The local church is the manifestation within our society of The Church. All believers are members of The Church. Individual members of the Body of Christ

will wish to associate with our congregation as members. Each local church exists for an express purpose in God's plan. The Lord will set some of those members of The Church into this local congregation as members as it pleases Him. As members of this local congregation they are given into the care and oversight of the pastor(s) and other leadership, which must give an account to God for their souls. (Hebrews 13:17) As members of the congregation, they will not have a vote in business decisions, except as defined in these By-Laws.

Section 27. Meeting in Private Homes: As the Body of Christ in the earth it is an intimate community of people that is devoted to apostolic teaching, to fellowship, breaking of bread and prayer. The local body will meet together regularly as a whole and in smaller groups in the homes of the members of the congregation. We consider the fellowship of the saints together in the private homes of the members to be an essential expression of the life of faith of the church. Indeed to this end, the Word of God frequently refers to the church as a "household." Matt. 16:13-20, 18:15-20; Acts 2:41-47; I Pet. 4:17; I Tim. 3:15; Eph. 2:19; I Pet. 2:5; Acts 18:8; Rom. 16:5, 10, 11; I Cor. 1:11, 16; 16:15, 19; Phil. 4:22; Col. 4:15; 2 Tim. 1:16; 4:19.

Section 28. Determining use of the Church Property: The elders of this church shall have the right to determine who may attend church meetings and functions. This church is owned by the Lord Jesus Christ who has entrusted the care of the flock to the leadership He has raised up here. It is not a place of public accommodation, nor is it a public institution, and its property is not a public place, whether rented, leased, or owned. Rather it is private property belonging to this church. Acts 20:28-31; II Peter 2:1-3; I Timothy 1:20; 6:5; I Cor. 5:1-13; II Thes. 3:6-15; II John 9-11; II Tim. 3:1-5; Titus 3:10-11; Rom. 16:17.

Section 29. Worship: We believe in the practice of worship with one's total being (singing; lifting of hands; bowing down; lying prostrate before the Lord; in the dance; the use of instruments) as set forth in the Word of God. Eph 5:18-19; Rev 1:17; Psm 150; Acts 24:14

Section 30. Tithing, Offerings, and Giving of Alms Both Old and New Testament scriptures teach tithing as God's financial plan for the support of the work. These are to be practiced continually by all believers and are outward expressions of the unity of the church, the Body of Christ, as it joins together in support of the work of the Lord. Gen 14:18-20; 28:20-22; Prov. 11:24, 25, Mal. 3:8-10; Matt. 23:23; Lu. 11:42; 1 Cor. 16:22; 2 Cor. 8:7-8; 9:6 - 9;

Section 31. Benevolence to the Needy: We believe that the Scriptures are clear concerning helping those in need. We are commanded to do good to all people as we have opportunity, with a special emphasis upon caring for those who profess to be fellow Christians, especially those of our own fellowship of believers. We are commanded to be generous and willing to share, laying up treasure for ourselves in the coming age by our kindness and generosity in this life. This is true for the church as an organization as well as for the individual members of the church. Therefore, in accordance with the biblical commands, as a fundamental aspect of the practice of our faith, we will share of our material goods with those in need and will minister to them to the best of our abilities, whatever the need. Prov. 25:21; Isa. 58:10; Gal. 6:10; I Tim 6:18-19; Heb 13:16.

Section 32. Advice, Guidance, Biblical and Apostolic-Prophetic Counsel: We believe that the scriptures clearly define that members of a congregation can seek out advice, consultation, direction, purpose, resolution, and guidance from amongst the shepherds, elders, mature men and women, and Five-Fold Ministry Gifts within the Body of Christ. (I Kings 1:12; Prov. 11:14, 27:9; Psa. 55:13-14.) We further believe that consultation and instruction is applicable by the scriptures through sessions, a company of persons in close deliberation set together, to lay a foundation, set in place and give wise counsel. This also provides safety, defense, rescue and freedom from trouble. (Psa. 55:13-14; Prov. 1:11-14, 12:15.) The personal care of the saints is the sanctification of the whole person, body, soul and spirit, (I Thess. 3:13;

5:23) through the love that flows from faith, patience and hope, and the redemptive power of the Cross of Christ, (Rom. 3:25; Luke 9:23). The atoning blood of Jesus, (Eph. 2:13-16; I Pet. 1:18-19). The transformation of the soul through the Word of God, (Rom. 12:1-2) the denying of the old nature, (Gal. 2:20, 5:24; I Pet 1:13-15) salvation through grace not works, (Eph. 2:1-8) and the promise of the resurrection, (Jn. 3:16, 10:25-26) are the effective working mechanisms that characterize pastoral care ministry. Apostolic-Prophetic counseling serves a little different purpose than the ministry of the prophet, prophetic presbytery or general counseling. It is one-on-one ministry to help people with scriptural wisdom and insight, but also with the gifts of the Holy Spirit to discover root problems and minister deliverance, emotional healing, etc. The word of knowledge and discerning of spirits are two key gifts necessary to move in this realm effectively. It allows the counselor to cut through hours of discussion and look beyond the veil of human reasoning to get right to the heart of the matter and bring resolution. This is what makes Biblical counseling much more effective than that of the psychologist and psychiatrist who use only human wisdom and psychology. It deals with the root more than the fruit. (Is. 61:1) Such ministry is foundational to the practice of our faith.

Section 33. Biblical Definition of Family: We believe in the creation, and God as the Creator. We believe that God created man and that He created them male and female. As such He created them different so as to complement and complete each other. God instituted monogamous marriage between male and female as the foundation of the family, the basic structure of human society. It is in families that choose to love and honor God, and pattern their lives according to His Holy Bible, that He would enable healthy relationships of purity, and protection to be developed. For this reason homosexuality, and other sexual preferences or orientations, are unnatural, and unacceptable to God. Gen. 2:24; 12:3; 28:14.

Section 34. Homosexuality: There is a distinction between one who would identify him/herself as a homosexual, as opposed to one who practices homosexuality. God loves the sinner, but He hates the sinful activity. Rom. 1:18-32; 1 Cor. 6:9-11; &:17; 1 Tim. 1:9-11. Therefore, any person who comes from this sexual background is welcome in the church, so long as he/she chooses to not engage in this practice, and actively seeks a changed life by the power of the risen Lord. For this reason we do not recognize same sex marriages and will not perform them. He/she cannot be a member until they can declare victory over this sin by his/her reliance on the Lord Jesus Christ, being cleansed by His shed blood, and the miracle working, enabling power of the Holy Spirit.

Section 35. Altering Ones Sexuality: [Transgender – Transsexual – Transvestite]: We believe that any person having had, or are planning to have, modifications to their sexual organs resulting in the reclassification of their gender; or those unhappy with their sexual identity, who modify their standards of dress, attempt to take on the appearance of the opposite sex, are loved of God just as any other person. But as regards their involvement with or membership in this church, the following stipulations shall apply:

- a) If a person has surgically altered his/her body, which God has sovereignly created, they must be brought to a place of recognition of having offended God by their actions. The same applies for those who, by their manner of dress, attempt to deceive themselves and others as regards to their Gender. To qualify for membership, they must experience and confess repentance, [The evidence or fruit of] to his/her pastor and church Board of Elders. The members of the Board of Elders in turn, having heard their confession of repentance, and abiding faith in God for His assistance in their being an over-comer and in his/her quest for victory over this sin, shall agree to 'cover in love' such revelation, and not disclose anything regarding their past actions, with the exception of informing future new Elders in the church and on the Board of Elders;
- b) Any person, once identified as transsexual or transvestite, may continue to attend only so long as the Senior Pastor feels there is progress being made in bringing him/her to

repentance. He/she will not be permitted to hold office, or any position of leadership in the church;

- c) If anyone who has had his/her body surgically altered desires to pursue membership in the Church, he/she must agree in writing to maintain a life of celibacy, for the sake of the avoidance of confusion;
- d) If he/she is already involved in a 'Married' relationship, and have experienced a surgical change in his/her sexual identity, other than that directed by the medical profession prior to his/her age of puberty, or having corrected that surgery upon discovery as an adult, they are required to agree to immediately cease all such relations, separate, and obtain an annulment.
- e) No marriage ceremony, commitment ceremony, or sanctions of any kind between transsexual or transvestite individuals will be permitted in the Church at any time. All provisions of subsection a) through e) shall apply;
- f) Any current church member who expresses a determination to have a surgical procedure to change his/her sexual identity shall be subject to discipline under Article IV, Section 11.

Refusal of individuals to adhere to Section 36 a) through e) is not deemed as an indictment condemning the person to a life without the love of God, or a pronouncement against God's love of such individuals. Any person who comes from this background is welcome in the church, so long as he/she chooses to live as a celibate person, and actively seeks to live a changed life by the power of the risen Lord. He/she cannot be a member until they can declare victory over this sin by his/her reliance on the Lord Jesus Christ, and acknowledge being cleansed by His shed blood, and the miracle working, enabling power of the Holy Spirit. Psalms 10:3,4; Psalms 24:3,4; Jer 2:21, & 17:9; Rom. 1:18-32; Eph 4:17-24; Heb. 3:7-14; 1 Cor 6:8 & 9; 1 John 1:8; 2 Tim. 3:13; 1 Cor. 6:9 & 15:34.

Section 36: Deliverance: We believe there is the occasional need for deliverance. Deliverance is manifested by an inability to be free from a bondage: e.g., mental (emotional), physical or spiritual normally associated with demon activity, it is God's desire to bring deliverance to His people. Job 5:19, Psa. 91:3, 2 Tim. 4:13; Heb. 2:15; 2 Pet. 2:9). We have been granted the authority in the name of Jesus to bring deliverance to others. (Mk. 16:17; J.n 14:12; I Cor. 12:8-11). We must understand that our warfare is with the forces of evil (Eph. 6:12), our weapon is the Word of God, our authority and power is from Jesus himself (Mk. 16:17, Acts 1:8) and that the battlefield is first of all in the spiritual realms. (Eph. 6:10-18; 2 Cor. 10:3-5; Gal. 5:22-23).

Section 37. Discipline: We believe in church discipline administered within the church, administered in a spirit of meekness and confidentiality. The purpose of such discipline is the restoration of the one subject to the discipline and/or the purification of the church. The steps of discipline are one on one private confrontation, private confrontation with witnesses, meeting with the Board of Elders for judgment leading to restoration or separation, and finally, if necessary, exposure to the congregation. (Matt. 18:15-20; Gal. 6:1; Romans 16:17; II John 9-11; I Corinthians 5; II Corinthians 2:6-8; I Timothy 5:20)

Section 38. Foot Washing: We believe and teach the rite of foot washing and that all are instructed to do so by the Lord Jesus Christ (John 13:14-15).

Section 39. Lawsuits: We believe as members of the same body of Christ, baptized by one Spirit into one body, that we must endeavor to keep the unity of the Spirit in the bond of peace and as such that we are discouraged from bringing a lawsuit in a civil court against another person who professes to be a Christian. We believe that all such disputes should be resolved within the Body of Christ without taking them before unbelievers for judgment. (1 Cor. 6:1-8; Eph. 4:3-6) See Article IV Section 10 in these By-Laws "Procedure For Mediation Of Disputes," for the accepted and agreed upon means for resolving disputes among members. In the event of personal injury, occurring on church property, activities or vehicles resulting in

medical bills to the member or his dependents, it may be necessary for the member to bring suit to require the church insurance company to cover those medical expenses. In no event will the member ever request or accept an award of punitive damages.

Section 40. The Restoration of the Church: We recognize and believe that the Church in these last days has been and is in a revival of restoration because much truth was lost from the Church during the medieval times (also known as the Dark Ages). We maintain that God, in this hour is moving to restore the Church to the complete and full New Testament pattern, power and practice, but shall not be limited to just this. We therefore shall examine all new doctrinal concepts in the light of the full revealed Word of God, and if they shall be found to be in harmony with the scriptures they shall be accepted, taught and practiced. We believe that a complete revelation and truth of God is already written and contained in the scripture and that its progressive unfolding will only add to and not take from what God has already restored to the Church. (Acts 3:21; 15:15; II Peter 1:20; Ephesians 3:1-6; Revelation 10:6-7)

ARTICLE IV

CO-LABORER / MEMBERSHIP

Section 1. We believe in the following principles: of committed relationship to be a co-laborer with Christ, hereinafter referred to as member or membership in this local church. We believe that commitment begins with the Pastor. "For God so loved the world that He gave His only begotten Son" (John 3:16). David said, "If you come peacefully to me to help me, my heart shall be united with you" (I Chronicles 12:17 New American Standard Bible).

a.) Responsibility of the church/pastor: We believe that the Pastor has the first responsibility to commit himself to the local Church. This commitment as shepherd places him under heavy responsibility to the sheep (those in commitment). This includes:

- 1) Feeding the flock with the Word of God; I Peter 5:2; Acts 20:28
- 2) Leading the flock into all Truth; Hebrews 13:9; Isaiah 40:11
- 3) Guarding the flock from wolves; Acts 20:28-30
- 4) Discipling the flock for peace; Prov. 12:20; 24:6
- 5) Disciplining the flock for maturity; II Timothy 4:2-3; Romans 16:17,19
- 6) Accounting for the flock to God. Hebrews 13:17; Colossians 1:28

b) The benefits of church membership: A committed person can expect to receive all the above and to develop into a healthy, functioning, overcoming mature Christian. There is opportunity for developing ministries to be recognized, enlarged, encouraged, adjusted and covered.

The Church member is expected:

- 1) To be faithful to this church's Tenets of Faith and Articles of Membership;
- 2) To know and follow the Pastor and leadership of this church with love and with a non-critical and non-divisive spirit; (I Thessalonians 1:6; 5:12-13)
- 3) To consider it a privilege to be planted by the Lord in this portion of His body and to support the needs of the body with his time, talents and tithes; (Matthew 25:14-15; Malachi 3:10).
- 4) To desire to be a loyal, living part, adding more to the body than the member is drawing out, identifying personally with the teachings, vision and purposes of this Church and to accept this body as his focus for fellowship, prayer, offerings, breaking of bread, teaching activities and adjustment, with faithful attendance; (Acts 2:42, 47; Titus 2:15; Psalms 92:13).
- 5) To strive to continue to grow in personal relationship with Jesus and obediently follow Him and glorify Him in relationships at home, church, work and all other areas of life, cultivating the fruits of the Spirit and actively pursuing the development of Christian character;

- 6) To faithfully attend all services of the church and be involved in a Home Bible Study groups and or Squad meetings when available;
- 7) To be faithful, available and teachable, striving to maintain the unity of the brethren in this place by preferring others above themselves and laying down their own lives and interests for the purpose of the Gospel; (Galatians 6:1-2; Ephesians 4:1-3; Colossians 3:13; I Thess 4:9; John 13:35; Phil. 2:13).
- 8) To commit their heart and will to the direction and protection of the Holy Spirit through their Pastor, honoring the Pastor as chosen by the Chief Shepherd to lead and cover them; Heb. 13:7; I Cor. 16:16; I Tim. 5:17.
- 9) To commit to personally spread the Good News of Jesus Christ to others in a manner appropriate to my personal gifts and abilities;
- 10) To be actively involved in the servant ministry of the church as abilities enable at the request of the leadership of the church.

c) Any person shall be a church member who:

- 1) expresses the evidence of a genuine experience in regeneration (the New Birth) and of a consistent Christian life;
- 2) agrees to the foregoing relationship principles, including submission to the Pastor and the leadership of WITHOUT SPOT OR WRINKLE MINISTRIES INTERNATIONAL in matters pertaining to conduct and doctrine;
- 3) has followed the Lord in the waters of baptism;
- 4) completes the required course of Bible training;
- 5) has read and subscribes to the tenets of faith as set forth herein and agrees to abide by these By Laws;
- 6) has made written application to join the Church;
- 7) has been recognized through the laying on of hands of the pastor and appointed Leadership; and
- 8) agrees with the principle of scriptural tithing (stewardship) as taught in this church, shall be a member of the congregation of this local church.

d) Members of the congregation of this church shall enjoy the following rights and privileges:

- 1) They shall be entitled to attend church worship services and functions, including special private membership services and functions;
- 2) They shall be eligible for leadership training;
- 3) They shall be eligible to function in the ministries of the church as their gifts and callings are recognized and released by the Senior Pastor and Elders in the church;
- 4) They shall be entitled to sow financially of their material means into the Christian ministries of this church, by honoring the Lord with their first fruits (Proverbs 3:9-10); by bringing or sending their tithes into the Lord's storehouse (Malachi 3:10); and by giving or sending their financial gifts (Luke 6:38 and II Corinthians 9:6-11) for the Lord's work, expecting a harvest;
- 5) They shall be entitled to receive Christian teaching, personal pastoral care, and prayer support;
- 6) They shall be entitled to receive the intangible benefits of fellowship from being an integrated part of a covenanted body of believers joined together for the purpose of growing in grace and love together;
- 7) They shall, as part of this covenant body of believers, be entitled to spiritual covering from those whom God has placed over them in the leadership of the church for the good of their souls;
- 8) They shall be eligible for personal discipling from leadership of the body, who are more mature in the Lord, or by those approved by the Senior Pastor;
- 9) They shall grow in God by having their gifts recognized, nourished and developed through training, teaching and practice proved by gifted and able teachers, who have been set into the body by God.

Section 2. New Church Members: shall be planted in WITHOUT SPOT OR WRINKLE MINISTRIES INTERNATIONAL with the approval of the Board of Elders and by the laying on of hands by the Pastor and Leadership in an open meeting of the Church fellowship.

Section 3. Applicants For Church Membership: shall acknowledge publicly their commitment to the belief and practice of doctrinal truths as taught in this Church, and shall voluntarily and publicly confess their commitment to the pastor and other recognized leaders in matters pertaining to conduct and doctrine. The privilege of Church membership shall be reserved for persons 18 years of age or older.

Section 4. The Pastor: together with the recognized Leadership of the Church, shall pledge themselves to shepherd, disciple and instruct members in Biblical truths and how to live in the ways of God.

Section 5. Congregational Membership: This corporation makes no provision for members pursuant to the Non-Profit Religious Corporation Law of the State of California, and any action which would otherwise require approval of a majority of all members shall only require the approval of the Board of Elders. The term member as used in these By Laws shall be a reference to membership in the congregation of the church. Congregational members shall have no voting rights except as specifically provided for in Article V Section 14(d) of these By Laws, and all matters of corporation business shall be decided by the Board of Elders.

Section 6. Congregational Members: shall acknowledge their acceptance of the candidate(s) for Church membership and shall commit themselves to love, nourish and care for new Church members.

Section 7. Church Membership List. :

a.) Based on the requirements for membership set forth in the preceding paragraphs of these By-Laws, the Secretary of the Board of Elders shall maintain a Church membership list. All those who have met the above requirements and have not been removed [See Section II of this Article] shall be on the membership list.

b.) The Secretary of the Board of Elders shall also grant a letter of "membership in good standing" to any Church requesting such a letter, unless the circumstances surrounding the departure of a member ~~is~~ are under investigation for Church discipline by the Board of Elders. A letter of membership in good standing can only be issued to one Church in normal circumstances.

c.) The Secretary of the Board of Elders shall also keep a "former member" list. People shall be placed on the "former member" list in the following circumstances:

- 1) a desire expressed in writing by the member to terminate their membership;
- 2) church members who willfully absent themselves from regular services for a period of three consecutive months or withhold their financial support for the same period of time, will be reviewed by the Board of Elders to determine if there is any reason their names should not be removed from the membership list. After reasonable inquiry and deliberation the Board of Elders will make the determination;
- 3) a three step disciplinary measure as set forth in this Article, under Section 11.

d) Former Members List: The purpose of the former member list is as follows:

- 1) To keep track, for historical reasons, of all people who have been members of WITHOUT SPOT OR WRINKLE MINISTRIES INTERNATIONAL from the time the Church membership records were kept and their reason for leaving.
- 2) To record the date that a letter was granted for a member who has been removed from the membership roles.

- 3) Any inquiry from another Church regarding an individual placed on the former member list because of Church discipline, shall receive a reply to the effect that we will provide details only when a letter of authorization is given to WITHOUT SPOT OR WRINKLE MINISTRIES INTERNATIONAL by the former member to release this information.
- e) The Pastor and the Board of Elders shall recognize their duty from time to time to review the former member list and encourage a proper attitude on their part and the part of those who have been placed on that list. While this policy will not hold true with all, yet it is recognized that there are some who simply "fall away" for a season and at their discretion continued attempts should be made to reach those people. In these cases they shall proceed carefully and press for restoration.

Section 8. Reinstatement: from the former member list. In the case where a member has been placed on the former member list as a result of discipline, and if that discipline has worked repentance so that the former member could now be considered for reinstatement, or the former member has expressed a willingness to correct the situation or behavior that led to his being placed on the former member list, the following guidelines are to be followed:

- a) The former member should submit to the Board of Elders a written request for reinstatement to church membership.
- b) A meeting of the Board of Elders would then be set to consider the request.
- c) The Board of Elders at their discretion may:
 - 1) refuse re-acceptance;
 - 2) require that the repentant party submit to some training and/or discipleship program;
 - 3) require the party concerned to meet with the Board of Elders to discuss the matter and answer questions;
 - 4) require that a period of probation be served of not less than three (3) months and not more than one year,
 - 5) require a statement of repentance and sorrow before the congregation at an agreed upon meeting or worship service of the Church;
 - 6) accept the party back to full membership if it has been determined that true repentance and restitution has taken place.
- d) It is suggested that the Board of Elders act upon any request for reinstatement to membership within thirty (30) days of receiving the written request from the disciplined party. Furthermore, the party concerned is to be notified in writing of the Board's decision within two (2) weeks of their decision.

Section 9. Resolving Offenses:

- 1) If any member of this church feels that there is an offense or misunderstanding with another member, he/she should go to that other member promptly with love in order to resolve any differences. If a man has an offense with a woman, he should meet with her and her husband or other covering to resolve the difference.
- 2) If any member has an offense or misunderstanding with any person in leadership, including the Pastor, he/she should go promptly to them in the same manner as with any other member. However, if the member would feel uncomfortable in approaching a leadership person, he/she may request another member of church leadership to accompany him/her for support in meeting with the person in leadership.
- 3) If an offense cannot be resolved on an individual basis, the two members should meet together with their respective church leaders in order to resolve their differences. Should this effort be unsuccessful in bringing resolution, the members and their area leaders shall meet together with an Elder or the Pastor to resolve the offense. Church leaders shall keep the Pastor informed of offenses which have been brought to them for resolution.
- 4) Leadership who have an offense with one another, should go directly to the other person. If the situation is not resolved at this level, the leaders should meet with the

Pastor and/or appointed Elders to resolve the offense. Should this process for resolving offenses reveal a situation which may warrant church discipline, the discipline process set forth in Section 11 of this Article shall be followed.

Section 10. Procedure For Mediation Of Disputes:

In the event members or leaders of this church body have a dispute between them that they cannot resolve or agree upon, they should submit the dispute for mediation and/or judgment within the church and should not sue another member or the church in a secular court of law.

If the parties can agree upon one of this church's elders as the mediator, the mediator shall hear both sides of the dispute and attempt to reconcile the members. In the event that reconciliation is not accomplished the person chosen as mediator shall judge the situation. In the event the members cannot agree upon a mediator, then they shall each choose one mediator, and the two mediators shall by mutual agreement choose a third. The three mediators, all to be chosen from within the church's leadership, shall then hear both sides of the dispute and attempt to reconcile the members. In the event reconciliation is not accomplished the mediators shall judge the situation by a majority decision. The only exception is the senior and associate pastor(s) and elders who are subject to Article VII Section 3 and 4 of these By-Laws.

The Senior Pastor shall be informed of all mediation efforts in the church and shall have the right to participate either in person or by his designee in all such mediation meetings. Failure of a member to agree to mediation, or abide by the outcome of mediation, may be grounds for discipline.

By applying for and accepting membership in this church, the congregational member is agreeing to the mediation/ arbitration provisions of these membership articles and specifically and expressly waives any right to sue WITHOUT SPOT OR WRINKLE MINISTRIES INTERNATIONAL in a civil court on any matter covered herein.

Section 11. Code of Discipline/Purpose of Discipline:

a) Discipline in the Church is not for the purpose of punishment and will not be administered as such. Discipline, correction, reproof and rebuke has as its primary purpose the good of the person who has been taken in a fault. It seeks to restore such a person and to help them overcome the problem, sin, or fault that has hindered their place in the Body of Christ. Discipline also has the purpose of maintaining the purity and unity of the Body of Christ in its local expression as this Church. Finally, discipline has the purpose of discouraging others from committing like actions. Members who are under Church disciplinary action may be suspended from Church membership. Further disciplinary measures or reinstatement shall rest with the Board of Elders. The purpose of discipline in this Church is never to humiliate or embarrass; however, one who forces the Church to take disciplinary action may, in the process, be humbled or even embarrassed. Therefore, the purpose of the discipline as well as the prayer and motive of the leadership, is that discipline and correction will result in first the restoration of the one in error, second the purifying of the Church either by restoration or separation and finally, the edification of the Church and the exhortation to purity by the example of discipline.

b) **Process Of Discipline:** Church discipline is a body ministry. All members of the body should be involved in it according to the following procedure. One who has knowledge of the sin or fault of another should first go to him and meet with him privately. If the member is restored or reconciled, then the matter should go no further and should be kept in confidence between the two members involved. It is recognized, however, that the church cannot guarantee or be responsible for the confidentiality of such information as between members. If the first step does not work the one who has the complaint or knowledge should then go to appointed leadership, the Pastor or a member of the Board of Elders so that the matter can then be dealt with in the presence of witnesses. In the event that all efforts at restoration fail, the one erring may be brought before the Board of Elders for their judgment and possible termination from membership. Resignation from

membership so as to avoid such action on the part of the member will not prevent the matter being presented to the Board of Elders for judgment.

- 1) **First Stage:** When one member of the body has knowledge of another church member's sin or fault, then the offended or knowledgeable member must go to the erring member and meet with them one on one in private to try to reconcile the matter and restore the erring member. If the church member is restored, then the matter should go no further and should be kept in confidence between the two members involved. If that step does not succeed then the knowledgeable member must report the matter to appointed leadership or the Pastor. Leadership of the Church may initiate the first step of discipline on behalf of any church member.
- 2) **Second Stage:** The knowledgeable member and the Pastor or his designee shall then meet with the member who has erred for the purpose of restoration. If restoration is accomplished at this stage the matter should go no further and should be kept in confidence between the church members actually involved and the Church leadership. The Pastor may, in his sole discretion, inform the Board of Elders of the discipline. If the meeting with the Pastor or the appointed leadership and the members involved does not succeed then the matter will be referred to the Board of Elders. Leadership actually involved in the process may inform other members of the leadership of the church of the matter, as the leader at his sole discretion deems necessary. The Senior Pastor shall be informed of all discipline that reaches this stage by the Elder involved, prior to the meeting with the offending member. The Senior Pastor may, at his sole discretion, inform other Elders of the discipline. The Senior Pastor may, at his sole discretion, participate in any meeting held at this level of discipline.
- 3) **Third Stage:** The Board of Elders may consider disciplinary matters at any meeting. The church member who is the subject of the discipline shall have the right to appear before the Board of Elders and to speak in defense, justification, or repentance. The Elders shall judge the situation. They may institute discipline as they see fit in each individual circumstance and shall tailor the discipline to the aim of achieving the purposes of discipline as herein before set forth. The Board of Elders may remove the member of the congregation from any or all of the privileges of membership for any period, or permanently, if such is deemed by them to be appropriate for the achievement of the purposes of discipline. The form of discipline imposed may include, but is not limited to, barring a person's participation in any ministry or other activity of the church; barring a person from participation in the Lord's Supper; barring a person from attendance at any church service or small group meeting; removal of a person's membership in the congregation of the church; or any other discipline which may, at the sole discretion of the Senior Pastor and the Board of Elders, be appropriate to the circumstances. Such measures may be either permanent or temporary as may be determined in each instance by the Pastor and the Board of Elders. The Board may require at their discretion a period of probation or supervision as part of any discipline imposed.
- 4) **Fourth Stage:** In the event that a member is removed from membership in the Church due to discipline and the member's refusal to abide by the judgment and correction of the Board of Elders, then the membership of the Church may be informed of the action of the Board and instructed pursuant to Matthew 18 in regard to the disciplined member. The details of the disciplined members sin or error may be revealed to the membership of the Church at that time if, at the discretion of the Pastor and the Board of Elders, such revelation is necessary to the health of the Church.

c. Grounds For Discipline - Principle Of Harmony: Inasmuch as no Christian institution can comply with the plain teaching of Scripture unless unity and harmony predominate within it, no member of the congregation may use any means to incite or engender strife, but shall work in

harmony with the other members of the congregation and the appointed leadership. If there is cause for dissatisfaction, it shall be called to the attention of the Pastor or a member of the Board of Elders. At the discretion of the Pastor or the Board of Elders necessary adjustments shall be made.

1. **Unscriptural Conduct:** Any unscriptural conduct or doctrinal departure from the tenets of faith (Doctrinal Statement) held by this Church shall be considered sufficient grounds for which any church member may be asked to submit to adjustment, reproof, rebuke, correction, or discipline. (Matthew 18:15-18; Rom. 16:17-18; I Cor. 5:11; Gal. 1:8-9; Titus 3:1-5).
2. **Members:** Grounds for discipline will be determined by the Board of Elders of the Church. In general it shall be grounds for discipline if a member of the Church is involved in conduct that is contrary to the Scriptures. More particularly, three types of unscriptural conduct shall be disciplined:
 - A. Unscriptural conduct that obscures the truth of God by false teaching or doctrine in an area of cardinal truth;
 - B. Unscriptural conduct that mars the holy character of God and His Church by unholy, immoral living, action or lifestyle; and
 - C. unscriptural conduct that hinders the work of God by bringing confusion or division to the body.
- 3 **Leadership:** People involved in ministry leadership of the church or any of its departments shall be subject to discipline as members of the Church. In addition they shall be subject to discipline for departure from leadership qualifications as set forth in scripture in I and II Tim. and Titus.
- 4 **Consent Of Members:** Each member of the congregation consents to the exclusive jurisdiction of the church in resolving any matter involving church discipline, and such consent shall include but not be limited to a consent to the announcement of such discipline, including the reasons therefore, to the leadership of the church and, if deemed necessary by the Senior Pastor and the Board of Elders, to the congregation or any portion of the congregation.

SECTION 12. Non-Members Participation: Subject to the exceptions herein, anyone who calls himself or herself a Christian, or who is inquiring concerning the faith, is welcome to participate in the services of the church or other meetings not otherwise limited to members. At the sole discretion of the Senior Pastor, anyone who professes to be a Christian is also welcome to partake of communion.

Those under discipline, or anyone who's purpose is to disrupt the service or the meeting, or any person whose presence is deemed to be detrimental to the church or its services, at the sole discretion of the Senior Pastor and/or the Elders of the church, may be excluded from any service or property of the church.

ARTICLE V

BOARD OF TRUSTEES / BOARD OF ELDERS

Section 1. Board of Trustees - Qualifications: The Board shall be comprised of ordained or commissioned ministry when possible [Article III Section 20 & 21; Article XI Section 5], or others meeting the scriptural requirements of an Elder (Titus 1:5-9; I Timothy 3:1-7), and shall in all instances throughout these By-Laws be referred to as the Board of Elders. It is acceptable to have a minister who is not attending this church to be on the Board of Elders. There may be other ordained ministers (Five fold Elders) or local church Elders attending, or involved in church leadership, who are not members of this board. Wherever reference is made to the Elders in these By-Laws, it is referring only to the Board of Elders.

Section 2. Membership On The Board: shall consist of not less than three (3) or more than seven (7) members until the number of Elders is changed by amendment to these By-Laws.

Section 3. Election and Appointments To The Board: The Pastor will make his recommendation of who will serve on the Board of Elders in the next term, to be approved by a majority of the Elders then in office. Vacancies on the Board shall be filled by the appointment of the President, with the approval of a majority of the remaining Elders then in office even though less than a quorum, or by the sole remaining Elder.

Section 4. Duties and Responsibilities Of The Board: The Board of Elders shall be for the purpose of advising, supporting and assisting the Senior Pastor in the oversight of the spiritual and temporal ministry of the church. They shall have only those duties, rights and responsibilities assigned to them by these By-Laws and the Articles of Incorporation of this corporation. They shall:

- a) Pray for the church;
- b) Assist the Senior Pastor in the oversight of the flock.
- c) Offer counsel and advice about the church to the Senior Pastor;
- d) Advise the Senior Pastor in determining God's intermediate and long range goals for the church;
- e) Review and approve the annual budget, which shall constitute approval of all budgeted items, including all compensation except that of the Senior Pastor;
- f) Perform disciplinary functions as specified under the Articles of Membership of the Church;
- g) Strive to maintain at all times the vision of the Church under the leadership of the Senior Pastor as under-shepherd, working to maintain an attitude of hearty cooperation and unity of fellowship; and; perform those other tasks and duties as may be assigned by these By-Laws, the Articles of Incorporation, or from time to time, by the Senior Pastor.

Section 5. Term of Office: The term of each Elder of this Board, except the Pastor, shall be one year or until his/her successor is elected at an annual meeting of the Board of Elders. The Pastor shall be a permanent member of the Board of Elders. An Elder may succeed himself/herself in office. A successor Elder so elected shall serve the un-expired term of his/her predecessor. Each member of the Board of Elders shall be entitled to one vote.

Section 6. Meetings and Location: Regular meetings of the Board of Elders shall be held at any place, within or without the state that has been designated from time to time by resolution of the board. In the absence of this designation, the regular annual meeting shall be held at the Church office on the first Monday of December at 12 o'clock noon, or at any other time as determined by the Board of Elders.

Section 7 Notice of Meetings: A meeting may be held without notice if all members of the Board of Elders are present in person, by telephone, or if a signed Meeting Acknowledgment Form, waiving notification and approving the minutes, is attached to the Minutes, after the meeting, by those not present or represented at said meeting. In the event a Board meeting is held, and a missing member was not notified of the pending meeting and subject matter to be discussed, any action taken by the Board in his absence is subject to his filing a written waiver of notice and consent of action form, which is to be attached to the minutes. If said approval form is not filed, every action of the Board in that meeting is to be considered null and void. The President or not less than two members of the Board of Elders may call a meeting of the Board of Elders at any time necessary. No such meeting, however, may be called to order without the presence of the President, except that he would agree or decline to attend [See Section 10 below]

Section 8. Action Without a Meeting: Any action of the Board of Elders may be taken without a meeting, if all members of the board individually or collectively consent in writing to this action. Such written consent or consents shall be filed with the minutes of the proceedings of the board.

Section 9. Quorum: A majority of the members of the Board of Elders shall constitute a quorum. If all members are not present, an affirmative vote by all in attendance shall be required to transact business.

Section 10. Emergency Meetings: In the event the Senior Pastor is unavailable and there is an emergency, the remaining Elders may call a special meeting of the board. Unavailability, shall be more than the mere absence of the Senior Pastor from the location of the principal office of the church. It shall mean the inability to contact the Senior Pastor, or the probable inability to contact the Senior Pastor, for a forty-eight (48) hour period to request that he convene a special meeting. An emergency is, for purposes of this paragraph, a situation that would require Board action within a period of less than forty-eight (48) hours. Any decision made by the Board at such an emergency meeting should be in agreement with the Senior Pastor's vision for the welfare and betterment or favorable outcome of the flock, individual or situation at issue.

Section 11. Annual Business Meeting: At this annual meeting, the minimum business of the Board is:

- a) The election of members to the Board of Elders. The pastor shall present the names of those he would recommend to comprise the board. Election requires the approval of a majority of the Elders;
- b) Election of the Vice-President, Secretary, Treasurer;
- c) Reaffirm those ministries whom the church may have previously ordained or commissioned, and renew their credentials;
- d) Name those persons holding responsible positions;
- e) Establish ministerial compensation packages for the next calendar year; and
- f) Any other business needed to be conducted.

Section 12. The Senior Ministers Council The Senior Pastor shall present to the Board of Elders the names of three (3) or more ordained ministers from outside this local church, to be approved as those who would be called upon in the event of a dispute over the actions of either the Senior Pastor or the board. These Ministers shall be in accord with the vision and purpose of this church. The approval of these names must be by a unanimous decision of the Board of Elders. Their names are to be listed in the Minutes. Should the Senior Pastor and Board of Elders fail to act on this provision, and there are no Ministers named in the Minutes, and they have likewise failed to name a Relational Organization in the Minutes [Article VII Section 3 e)], then the Board shall contact other churches and or Ministry Organizations of like faith and vision, and secure not less than three Ordained ministers to fulfill the provisions of this Section.

Replacement of the Senior Ministers Council: To replace any member of the Senior Ministers Council after January XX, 20__ it is required to first have approval of the World for Jesus international Christian Center and Ministries, as evidenced by a letter from their Board of Directors, agreeing with the names of Ministers proposed to be on this council.

Section 13. Removal Of An Elder: Any Elder, other than the Pastor, may be removed from office in the event of moral failure, as defined in Article IV Section 11(c) 1, 2, 3, 4, and by the same process as defined in Article VII Section 3 & 4.

Section 14. Authority And Responsibility Of The Board: Subject to limitation of the articles of incorporation, other sections of the By-Laws and of California law, all corporate powers of the

corporation shall be exercised by or under the authority of, and the business affairs of the corporation shall be controlled by, the Board of Elders. Without limiting the general powers, the Board of Elders shall have the following powers:

- a) To select and remove all the other officers, agents and employees of the corporation and may Ordain or commission those to the ministry as recommended by the Senior Pastor;
- b) To conduct, manage and control the affairs and business of the corporation, and to vote rules and regulations not inconsistent with law, the articles of incorporation, or the By-Laws;
- c) To borrow money and incur indebtedness for the purposes of the corporation, and for that purpose to cause to be executed and delivered, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecation's or other evidences of debt and securities; and
- d) Subject to a confirmational vote of approval by a majority of the congregational members in any regularly called meeting, to purchase or sell real property, to extend or build onto existing buildings, when such expenditure is estimated to be in excess of 10% of the then fair market value of said property. Church property cannot be sold without a unanimous vote of the Board of Elders, and the written approval of at least three of the outside relational Ministers [The Senior Ministers Council].

Section 15. Trustees Compensation: Elders shall receive no compensation for services as Trustees.

Section 16. Action shall be taken by consensus wherever and whenever possible. In the event that a consensus, under the leadership of the Senior Pastor, is not reached on a matter and a vote is required, each Elder shall be entitled to one vote, in person and not by proxy, on all matters that come before the Board. The act of a majority of the Board of Elders shall be the act of the Board, unless the act of a greater number or concurrence of a specific officer is required by law or by these By-Laws. The Senior Pastor shall have the right to veto any action of the Board of Elders, or act contrary to a negative vote, that he deems contrary to the will of God for the Church, provided, however, that any veto or action by the Senior Pastor contrary to the majority vote of the Board of Elders must first be approved by at least two of the outside ministry with which the church is in relationship with prior to the veto or action being valid. Such approval must be in written form, signed, noted in and added to the minutes of the Corporation.

Section 17. Congregational Meetings: The President may call a meeting of the congregational members at any time it is deemed necessary for the purpose of giving any reports.

Section 18. Setting The Sr. Pastor's Compensation: In order to satisfy the "Intermediate Sanctions" provisions established by the IRS, the following guidelines are to be followed, thereby ensuring an "Arms length" policy. The Senior Pastor's salary, benefits and other compensation, shall be set by the Board. The Senior Pastor shall not participate in the discussion or determination of his salary, except to the extent that he may address and make his needs known to the Board. The Board shall appoint a "Short Term Pastoral Compensation Advisory Committee," to bring recommendations for Pastoral compensation to the Board.

The Pastoral Advisory Committee Qualifications:

- a) He shall be a disciplined, committed Christian;
- b) Be a tither and have a personal aversion to debt;
- c) Have management/supervisory work experience.

The Pastoral Advisory Committee's Duty: The members shall be instructed to diligently research, and take into consideration compensation and benefits paid to second level administrative positions of local:

- a) School District [Principals and Vice Principals];
- b) Fire Department [Captains];

- c) Police and/or Sheriff Dept. [Captains/Lieutenants];
- d) Planning Department [Department Head], *and*
- e) The Advisory Committee shall also contact one of the ministry services which poll churches through-out America, determining average compensation packages paid to pastors of like churches [comparable in size and beliefs], with similar demographics and circumstances.

Report & Recommendations: The Advisory Committee is to bring their findings and recommendations for compensation for the Sr. pastor [with Minutes of their meetings, deliberations and research documentation] to the Board to be included in the corporate minutes.

The Board must set the compensation: The Board is instructed to set the compensation package for the Sr. pastor as “One worthy of double honor,” yet not above compensations paid to other ministers or community positions as recommend-ed by the Advisory Committee. The Goal is to establish and set a “*Reasonable, ordinary, and necessary,*” compensation. The pastor must leave the room when the Board is in the process of deliberation and voting. The minutes shall so state that he was absent, and abstained from voting.

The Church Will Pay Or Reimburse:

Because of his position as CEO, there are certain related expenses he will incur. In addition to any pastoral compensation, the church shall either pay [or reimburse] him for all expenses relational to maintaining the pastoral staff position. *Such expenses are not to be considered as personal benefits;* ie: Workmen's Comp. Ins.; Automobile [if it is furnished to the Minister, but only to the degree [Percentage] it is used for ministerial purposes]; OR ministry related Mileage [reimbursed at IRS app-roved rate]; Registration, Lodging, Meals and Travel expenses for any Conventions and Seminars;; A Hospitality allowance [Ministerial meals and expenses, to the degree it is used within the congregation and for visiting ministry]; Ministerial Assn. Dues; Ministry Related gifts [Weddings & Showers]; Magazine and Newspaper Subscriptions [When relational to his ministry].

Pastoral Benefits: allowable by the IRS [Tax free] such as

1. A Health [medical and or Dental] plan;
2. Retirement plan.’ and
3. Education: ie Fees; Books; Baby care [school time];

Pastoral Compensation Will Include:

1. 50% of SECA (if the Church chooses to contribute);
2. An IRS allowable Housing Allowance; and
3. An additional amount of funds, deemed salary.

Section 19. Compensation For Staff:

Staff members may receive compensation as proposed by the Senior Pastor with the consensus of the Board of Elders. Said compensation will be in the amount as designated in the Minister’s Compensation Worksheets, or the minutes of the Board of Elders.

In the event that a staff member or employee is a relative of the Senior Pastor, [by blood or marriage] the Board of Elders shall establish any salary or compensation paid to such employee.

ARTICLE VI

OFFICERS

Section 1. Election of Officers: The following officers of the corporation shall be elected by the Board of Elders, for terms of one year, or until their successors are qualified and elected, from within the membership of the Board. There shall be a Vice-President, Secretary and Treasurer and such other officers as the Board of Elders may elect. One person may hold two or more offices, except the office of President.

Section 2. President/Pastor: The Board of Elders shall elect all officers of the corporation, except the office of President. His term of office is as defined in Article VII Sect. 2.

Section 3. Pastors Corporate Authority: The Pastor shall be President of the corporation and shall have general supervision, direction and control of the business and affairs of the corporation. He shall preside at all meetings of the Church members and Board of Elders and shall have such other powers and duties defined in Article VII Section 1 of these By-Laws, and as the Board of Elders may further prescribe.

Section 4. Appointment to Office: A vacancy in any office because of death, resignation, removal, disqualification or otherwise shall be filled by the appointment of the President/Pastor with the approval of a 2/3 majority of the remaining Board of Elders.

Section 5. The Vice President: In the absence or disability of the President, the Vice-President shall have such other powers and perform such other duties as may be prescribed by the Senior Pastor or by the Board of Elders.

Section 6. The Secretary: shall do, or cause to have done, the following:

- a) To write an accurate record [minutes] of the meetings of the Board of Elders, when that group meets as The Board of Elders to specifically execute responsibilities required of them under these By-Laws;
- b) Be custodian of the corporate records;
- c) Keep a congregational membership roll;
- d) Keep a regularly updated list of all Elders and those Ordained or Commissioned by this Church; and
- e) Perform all duties incident to the office of Secretary and such other duties as may from time to time be assigned by the Senior Pastor and the Board of Elders, and have the authority to appoint others to do the church correspondence and the day to day record keeping.

Section 7. The Treasurer: shall do, or cause to have done, the following:

- a) Have charge and custody of and be responsible for the receipt, care, investment, disbursement, and disposition of all funds, property, and securities of the corporation subject to such regulations as may be imposed by the Board of Elders;
- b) Accept all gifts of money or other personal property on behalf of the corporation, executing such receipts or other documents as necessary;
- c) Enter or cause to be entered regularly on the books of the corporation and to be kept by him, or under his supervision, full and accurate account of all moneys and obligations received and paid, or incurred for, or on account of the corporation. The treasurer shall exhibit such books at all reasonable times to any member of the Board of Elders on request at the offices of the corporation;
- d) Deposit or cause to be deposited all moneys in the name of the corporation in such banks, trust companies, or other depositories as may be authorized by the Board of Elders;
- e) Those funds shall be paid out only on checks of the corporation signed by officers, or those as maybe designated by the Board of Elders;
- f) See that the books of the corporation are reviewed each year by an "in house" audit committee, within 90 days of the end of the fiscal year, with this audit report given to the Board of Elders;
- g) Perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the Senior Pastor or by the Board of Elders;
- h) The Treasurer may be required to be bonded for the faithful performance of his or her duties, to the extent the Board of Elders may require.

ARTICLE VII

THE PASTOR

Section 1.

- a) The church finds its' headship, under the Lord Jesus Christ, in its' Senior Pastor. The Senior Pastor of the church shall, by his very position, be the President of the corporation. The Senior Pastor shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation, subject, however, to such delegation of authority to any other person as may be directed by the Senior Pastor, or by resolution of the Board. He shall preside at all meetings of the Board of Elders. He may sign, with the attest of the Secretary or any other proper officer, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Elders has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Elders, or by these By-Laws, or by statute to some other officer or agent of the corporation. In general he shall perform all duties incident to the office of President-Senior Pastor.
- b) He shall be an ex-officio member of all standing committees, and shall have the general powers and duties of supervision and management usually vested in the office of a CEO or the president of a corporation. The Senior Pastor shall be designated attorney-in-fact for the church by virtue of his office. He shall have the authority to appoint and approve any assistants that would be necessary to properly carry on the work of the Lord.
- c) He shall execute in the name of the church all deeds, bonds, mortgages, contracts and other documents authorized by the Board of Elders.
- d) He shall have authority to pay, or have paid from corporate funds, all normal bills, and up to, but not to exceed \$1,000.00 at any one time for extra church expenses, giving an accounting to the Treasurer.
- e) No person shall be invited to speak, teach or minister in any area of the church without the prior approval of the Senior Pastor.
- f) The Senior Pastor, with 2/3 majority approval of the Board of Elders, shall recognize a relationship with one or more apostolic and/or prophetic ministries outside of this church to whom the Lord directs him to relate. The Senior Pastor shall publicly inform the body of the identity of the Apostolic and/or Prophetic ministry with whom he and the church have established a relationship.
- g) The Senior Pastor shall have oversight of the staff of the church that, with him and under his direction shall carry out the day to day operations of the church. The senior Pastor has the sole authority to hire or dismiss any staff member or employee.

Section 2. Term of Pastorate:

The Pastor will serve until his resignation, death, or removal for cause. (See Article VII

Section 3. Accusation made against the Pastor:

Any serious misconduct accusation against the Pastor, by any church member, qualifying for church discipline, (Article IV Section 11(c), must be resolved by:

- a) The church member first meeting alone with the Pastor to attempt to reconcile any differences. If the church member feels uncomfortable meeting alone with the Pastor, the church member may request a member of church leadership to attend the meeting.
- b) If reconciliation is not achieved, then the church member will ask two (2) or more members of the church leadership to meet with the member and the Pastor. The church member shall present a written and signed complaint at this meeting.
- c) If reconciliation is not made at this point, the matter is to be presented to the Board of Elders, who will then convene the review panel [The Senior Ministers Council], made up of three or

more ordained ministers (as defined in Article IV Section 12. The Senior Ministers Council will receive the written accusation and hear the details from both the church member and the Pastor. The church member will then be excused, and the Senior Ministers Council will examine the charges in the light of Article IV Section 11 (c) "Grounds for Discipline" 1, 2, 3, & 4. The ministers may also request, but are not required, to ask the Pastor to submit to a medical examination by a Christian Psychiatrist to determine if there are any medical problems or imbalances producing erratic behavior or actions.

- d) If there are any other ordained ministers on the Board of Elders they, with not less than two of the previously approved outside ministers, found listed in the minutes of the Board of Elders as those who are in fellowship with this church (Article V Section 12) shall be the Senior Ministers Council [review panel]. The ministers, so called, shall be called in the order of the length of their relationship with the church, with those having the longest established relationship being called first.
- e) In the event there are not at least three names listed in the minutes of the Board to make up the review panel, other ministers from the leadership of the WORLD FOR JESUS INTERNATIONAL CHRISTIAN CENTER AND MINISTRIES will be called upon by the Board of Elders. In any mediation involving the Senior Pastor, at least two of the mediators shall be the outside ministry with which the church is in relationship. Any Board member related to the pastor, by either marriage or blood, shall not participate on The Senior Ministers Council review panel.
- f) The Board of Elders shall be the final authority in judging any issue on retention or dismissal of the Pastor. The Board of Elders shall however, be bound by the recommendation of the Senior Ministers Council review panel, absent any extraordinary overriding circumstances that would justify them in disregarding such recommendation.
 - 1. If the Senior Ministers Council unanimously recommends that the Board of Elders rule against the Pastor, he shall be given 90 days to pray, seek the Lord and correct his behavior and attitude showing the fruit of repentance, and having reconciled every offence. A second session shall be called at the end of the 90 day period, consisting as far as possible of the same ministers as composed the first review panel. During that time he shall not function in pastoral or administrative duties. The Pastor shall continue to receive full compensation during this time. The remaining members of the Board of Elders, by a majority vote, shall determine who shall be appointed as presiding Elder during this period.
 - 2. Should the Pastor, at the sole determination of a majority of either The Senior Ministers Council or the Board of Elders in that second session, fail to show the fruit of repentance, The Senior Ministers Council review panel may recommend to rule against the Pastor. He shall be disciplined by having his relationship with the church suspended or terminated on spiritual terms and conditions as recommended by the Senior Ministers Council to the Board of Elders, but in any event, in a gentle and prayerful manner, seeing that proper provision is made for his family during a reasonable transition period, of not less than two months. Travel expenses and an honorarium for the called ministers shall be paid from the church treasury.
 - 3. In the event the Senior Ministers Council review panel, after a thorough investigation, fail to find fault by a 2/3 majority vote, or should they recommend that the Board of Elders rule in favor of the Pastor, the Board of Elders shall disregard all charges and fully cooperate with the Pastor. The members of the Senior Ministers Council shall announce to the church, or such groups as are aware of the proceeding, that the review panel has exonerated the Pastor of all charges made against him.

If for any reason the Pastor refuses to submit to psychiatric testing, or any of the other steps as defined in Article VII, he will automatically forfeit the Pastorate without further action.

Section 4. Any accusation or charge against any other ordained or commissioned minister, member of the Board of Elders, local church Elder, will be handled in the same manner, that is, they are to be judged by their peers as defined in Article VII Section 3.

Section 5. Choosing the successor Pastor:

- a) In the event the Pastor is contemplating resignation, he may nominate his successor. This recommendation must be confirmed by a unanimous vote of the Board.
- b) The Pastor may make a recommendation for his successor in the event of his death or being incapacitated, with an accompanying explanation, and place it in a sealed envelope in the front of the Minute Book. This recommendation must be confirmed by a unanimous vote of the Board.
- c) In the event of the Pastor having been removed from office on the basis of moral failure as described in Article IV, Section 11(c) 1, 2, 3, 4; or in the event Senior Ministers Council finds him to be incompetent or unfit to pastor the church, after having been examined and evaluated by a Christian Psychiatrist, with that report and input confirmed by the Ministers (See Article VII Section 3c)
- d) the Board of Elders shall have the sole authority to choose the next Pastor. They shall, however, contact the apostolic and/or prophetic ministries the church is relational to for input and counsel. The choice of the new pastor must be confirmed by a unanimous vote of the remaining members of the Board of Elders.
- e) The proposed successor pastor must provide all personal background information, and the Board will conduct a personal background check prior to the candidate being granted approval by the Board of Elders.

ARTICLE VIII

PROPERTY, CONTRACTS, CHECKS, DEPOSITS, & FUNDS

Section 1. Contracts: The Board of Elders may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these By-Laws, to enter into any contract or to execute and deliver any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances.

Section 2. Checks And Drafts: All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Elders. In the absence of such determination by the Board of Elders, such instruments shall bear the signatures and be signed by the President or the Treasurer of the corporation.

Section 3. Deposits: All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Elders may select.

Section 4. Contributions: The Senior Pastor and the Treasurer have the authority to accept, or with the advice of the Board of Elders, refuse on behalf of the church any contribution, gift, bequest, or devise for any purpose of the church. In general, it is the intention of the Senior Pastor and the Board of Elders to use all funds designated for specific purposes in the area for which they were designated. If the Board of Elders deem it necessary to redirect any designated funds for another purpose, they must first make a good faith effort to contact the donor(s), and or make at least two public mentions at a regularly held meeting of the congregation, to get approval to redirect the funds.

Section 5. Property: The church shall have the right to purchase or acquire by gifts, bequest, or otherwise, either directly or as trustee, and to own, hold in trust, use, sell, convey, mortgage, lease or otherwise dispose of any real estate or chattels as may be necessary for the furtherance of its purpose. The Pastor and the Secretary of the church shall certify in such conveyance, deed, lease, or mortgage, or hypothecation that the same has been duly authorized by the Board. Such certificate shall be held to be conclusive evidence thereof.

ARTICLE IX

LIMITATION OF LIABILITY - INDEMNITY

Section 1. Limitation Of Liability: No person shall be liable to the corporation on account of any action taken or omitted to be taken by him in good faith as a member of the Board of Elders, officer, member of a committee, agent or employee of the corporation, if, in respect thereto, he used or exercised the same degree of care and skill as a prudent man would have used or exercised under the circumstances in the conduct of his own affairs. Without limitation on the foregoing, any such person shall be deemed to have used and exercised such degree of care and skill if he took or omitted to take such action in reliance in good faith upon advice of counsel for the corporation, or reports or information made or furnished to the corporation by any of its officers, accountants, engineers, appraisers or other experts employed by the corporation, and selected, with reasonable care by the Board of Elders, and authorized officer, or committee of the corporation.

Section 2. Indemnity: The corporation shall indemnify and hold harmless each member of the Board of Elders, Officers, Committee, agent or employee of the corporation and each person who at any time acted in such capacity and his heirs, devisees, personal representatives and assigns, against all liability, loss, damage, judgments, expenses and cost (including attorneys fees imposed on or incurred by him in connection with any claim asserted against him), by legal proceeding (civil or criminal) or otherwise by reason of his being or having been such officer, member of a committee, agent or employee of the corporation, except in relation to matters as to which he shall have been adjudged guilty of negligence or misconduct in the performance of his duty; provided, that the corporation shall be given reasonable notice of the assertion or institution of such claim or proceeding, and in the event the same shall be settled, in whole or in part, otherwise than by a judgment, the corporation or its counsel shall consent to such settlement and it shall be determined by its counsel or found by a majority of the Board of Elders then in office and not involved in such controversy, although less than a quorum, that such settlement was to the best interest of the corporation, and the person to be indemnified was not guilty of negligence or misconduct in respect to the matter in which indemnity is sought. If the corporation has not therefore fully indemnified any such person, the court having jurisdiction of any action instituted by such person on his claim for indemnity, may assess indemnity against the corporation, or its receiver, trustee or successor, for the amount paid or to be paid by such person in satisfaction of any judgment or in settlement of any such claims (exclusive in either case of any amount paid by the corporation) and any expenses and costs (including attorney's fees) incurred by him in connection therewith to the extent that the court shall deem reasonable and equitable, provided that the person indemnified was not guilty of negligence or misconduct in respect of the matter in which indemnity is sought.

Section 3. Right Cumulative: The provisions of this Article VIII shall not be deemed exclusive or in limitation of, but shall be deemed cumulative of and in addition to any other limitation of liability or right of indemnity to which such member of the Board of Elders, officer, member of a committee, agent or employee of the corporation may be otherwise entitled.

Section 4. Insurance: The church may, as the Board of Elders may direct, purchase and maintain such insurance on behalf of any person who is or at any time has been an officer of the

Church, member of the Board of Elders, an Elder, Leadership, or ministry staff, or other agent of or in a similar capacity with the church, or who is or at any time has been, at the direction or request of the church, a Board of Elders member, officer, administrator, manager, employee, member, advisor or other agent of or fiduciary for any other corporation, partnership, trust, venture or other entity or enterprise including any employee benefit plan against any liability asserted against or incurred by such person.

ARTICLE X

MEETINGS

Section 1. The Holy Spirit's order shall govern the conduct of all meetings. A spirit of Christian love and fellowship shall prevail.

Section 2. All meetings shall be opened and closed with prayer.

Section 3. The Church shall assemble each Sabbath for public worship and during the week as may be designated by the pastor. Nothing contained herein shall forbid suspension of one or more services when such suspension is in the spiritual welfare of the Church

Section 4. The Lord's Supper shall generally be administered no less than once a month. All Church members are encouraged to attend unless providentially hindered.

ARTICLE XI

ORDINATION OF MINISTERS

Section 1. This Church, through and by its Board of Elders, shall have the right to ordain and commission, or otherwise credential, Christian workers and ministers.

Section 2. **The purposes of ordination** are to attain unto the purposes of the Church as set forth in Article II of this document; to give legal and valid authority to the ministries of the fellowship to proceed with said purpose; to establish fellowship among Christian workers; to provide for a standardization of doctrine; to encourage the upgrading of ministerial standards; and to provide, through the fellowship and the Church, education and experience necessary to equip potential ministers.

Section 3. **Application / Process:** Upon application to the Board of Elders, the Minister would be evaluated to determine that he or she meets Biblical qualifications, has adequate ministerial preparation, confirmed gifting and ability, a proven record of Ministry of the Word of God, the anointing of the Holy Spirit, and a good report from the community and other Ministers and Churches. The Board of Elders are hereby empowered to issue credentials to qualified candidates, upon the recommendation of the Sr. Pastor.

Section 4 **Credentials:** The credential, as evidenced by a certificate and an annually issued ministerial card, of any minister shall automatically expire at the end of the year of issuance unless affirmatively renewed by the Board of Elders. The commission and/or ordination papers of any minister commissioned or ordained by WITHOUT SPOT OR WRINKLE MINISTRIES INTERNATIONAL, may be revoked at any time at the discretion of the Board of Elders on grounds that would justify the application of church discipline, or lack of relationship with this church. The revocation of the commission or ordination of any minister previously commissioned or ordained by WITHOUT SPOT OR WRINKLE MINISTRIES INTERNATIONAL, may be communicated to the church, associated and affiliated churches and organizations, and the public at large if the minister whose commission or ordination has been revoked allows or

promotes the idea that he or she continues to be credentialed by this church after the revocation.

Revocation of ones ordination credentials, does not necessarily mean he/she is stripped of his ordination, only that this church [corporation] is no longer 'covering' them with "papers" [Credentials].

Section 5. Two Classes Of Credentials and Authority:

- a) **Ordained Minister:** Ordination by this church recognizes the development of the ministry gift of apostle, prophet, pastor, teacher, evangelist, although not giving them one of those specific titles (Ephesians 4:11-12). Other terms often used regarding this level of ministry are "Trans-local Ministry, Traveling Elder, Five Fold Ministry, or Ruling Elder." He/She is authorized to perform all the ministry functions such as preaching, teaching, discipling and officiating at weddings and funerals. They are eligible to serve as a member of the local ministry as appointed, and/or as a traveling minister having the authority and fulfilling the duties of a fully ordained minister of Jesus Christ.
- b) **Commissioned Minister:** Issued following a period of training and instruction. The commission to preach authorizes an individual to fulfill certain ministry functions such as preaching, teaching, discipling and officiating at weddings and funerals, and to serve as a member of the local church ministry. The commissioned person is duly recognized as a minister of Jesus Christ, but without the acknowledgement of being a ministry gift as recorded in Ephesians 4:11, (apostle, prophet, pastor, teacher, evangelist).

ARTICLE XII

ASSOCIATION

Section 1. WITHOUT SPOT OR WRINKLE MINISTRIES INTERNATIONAL must remain a non-denominational Church. It shall not become a part of a denomination, and shall not be ruled over by any ecclesiastical body other than is herein provided, but may fellowship with other churches, denominations or groups.

Section 2. While maintaining its inherent rights to sovereignty in the conduct of its own affairs, this Church body shall voluntarily enter into spiritual fellowship with other churches of like precious faith.

ARTICLE XIII

ADOPTION AND AMENDMENT

These By-laws may be adopted, amended or repealed and new By-Laws adopted by vote of a majority of the members of the Board of Elders at any Elders' meeting, except that:

- a) A by-law fixing or changing the number of Elders may be adopted, amended or repealed only upon the unanimous vote or written consent of all members of the Board of Elders.
- b) Article V Section 14 d); Article XII; and Article XIII b) may only be revised with the approval and written recommendation of not less than three (3) of the outside ministers, and upon the unanimous vote of the Board of Elders. Any proposed changes to Article XIII b) of these By-Laws, must be presented in writing to each of the outside ministers whose names are listed in the Minutes, [the Senior Ministers Council - Article V Section 12] or to the Senior leadership of this churches Relational Organization [Article VII Section 3 e)] as found recorded in the Minutes of the Board, and to the elders. Said proposals for change shall be in their possession for prayer and consideration not less than 10 days prior to any meeting called for the purpose of revising this article.

**Attestation of the President and Secretary of the Board of Elders/Trustees
that the above are the By-Laws of
Without Spot or Wrinkle Ministries International**

The undersigned, duly elected President and Secretary of the Board of Elders for Without Spot or Wrinkle Ministries International in the state of **California** a Non-Profit Corporation, certifies and attests that the above By-Laws were adopted by the Board of Elders at a duly held meeting on _____ at which a quorum was present (and/or the written consent to action by any absent members) by the unanimous vote of the Board of Elders, and that this is a true and accurate copy, of that 21 page document adopted on that date.

_____ Dated: _____
President of the Board

_____ Dated: _____
Secretary of the Board