



LIFEPPOINT

CHURCH

BYLAWS OF

Lifepoint Church

Adopted this ____ day of _____, 2018

PREAMBLE

For the purpose of establishing and maintaining a place for the worship of Almighty God, our Heavenly Father; to provide for Christian fellowship for those of like precious faith, where the Holy Spirit may be honored according to our distinctive testimony; to assume our share of responsibility and the privilege of propagating the gospel of Jesus Christ, by all available means, both at home and in foreign lands; we, the shareholders of this assembly, do hereby recognize ourselves as a local assembly in fellowship with, and as a part of, the General Council of the Assemblies of God, and the Southern California District Council of the Assemblies of God, Inc.; and that we do hereby adopt the following articles of church order and submit ourselves to be governed by them.

ARTICLE I. NAME

The name of this fellowship shall be Lifepoint Church located in the city of La Mesa, in the state of California. Both the Corporate Name and/or "Doing Business As" may be changed by majority vote of the Board of Directors when deemed appropriate.

ARTICLE II. PREROGATIVES AND PURPOSES

The prerogatives and purposes of Lifepoint Church, a General Council affiliated assembly shall be:

1. To Govern

Lifepoint Church shall have the right to govern itself and to conduct its own affairs according to the standard of the New Testament Scriptures and of the Southern California District Council and the General Council of the Assemblies of God. This right shall specifically include such matters as the calling of a pastor, the appointment of the Board of Directors, and the discipline of its shareholders and the conducting of its own services and church program.

2. To Acquire and Dispose

In connection therewith, or incidental thereto, Lifepoint Church shall have the right to purchase or acquire by gift, 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 purposes, and to exercise all other powers conferred upon it by its charter or by the applicable nonprofit corporation law of this state; all in accordance with its bylaws as the same may be hereafter amended.

3. To Worship, Fellowship, and Propagate

The purpose of Lifepoint Church shall be to establish and maintain a place for the worship of Almighty God, our Heavenly Father, to provide for Christian fellowship for those of like precious faith, where the Holy Spirit may be honored according to our distinctive testimony, and to assume our share of responsibility and the privilege of propagating the gospel of Jesus Christ by all available means, both at home and in foreign lands.

4. To Cooperate

Lifepoint Church shall cooperate with the Assemblies of God, Southern California District Council and the General Council of the Assemblies of God to extend the work and kingdom of God throughout the world. It shall participate in District Council and General Council sessions through its chosen delegates and share in the support of the ministries of these bodies.

5. To Recognize

Lifepoint Church shall recognize that the Southern California District Council and the General Council of the Assemblies of God have the authority and right to approve scriptural doctrine and conduct; also to disapprove unscriptural doctrine and conduct and to withdraw their certificates of membership if deemed necessary. See Article IX of the Bylaws of The General Council of the Assemblies of God.

ARTICLE III. AFFILIATION

While maintaining its inherent rights to sovereignty in the conduct of its own affairs as herein set forth, Lifepoint Church shall voluntarily enter into full cooperative fellowship with assemblies of like precious faith, associated in the Southern California District Council of the Assemblies of God, and the General Council of the Assemblies of God, with headquarters in Irvine, California, and Springfield, Missouri, respectively, and shall share in the privileges and assume the responsibilities enjoined by that affiliation. Officers of the Southern California District Council and General Council of the Assemblies of God shall be recognized and respected by the Pastor and shareholders of Lifepoint Church.

As a member of the General Council of the Assemblies of God and the Southern California District Council, the status of Lifepoint Church, a General Council Church, can be changed in one of the following ways:

- Simple majority vote of the shareholders at an annual business meeting or a specially called business meeting as referenced in these Bylaws.
- Request of a majority of the board to become District Affiliated.
- Have a minimum active voting membership of 20 persons (as referenced in the Constitution of the General Council of the Assemblies of God, Article XI, Section 1, a, 3). Only those active shareholders who have regularly attended services of, and supported, Lifepoint Church for a period of at least three (3) consecutive months prior to signing the petition shall be counted.
- Superintendent Intervention (referenced in the Bylaws of the Southern California District Council, Article XVII, Section 6, C, 3).

It is understood and agreed that Lifepoint Church shall conform its standards of membership, qualifications for board members, and requirements for a pastor to those standards set by the Southern California District Council and the General Council of the Assemblies of God.

By its affiliation, the assembly - directors, officers, and shareholders - agree that no provision of these Bylaws shall be inconsistent with or in conflict with the Constitution and Bylaws of both the Southern California District Council and the General Council of the Assemblies of God as now in effect or hereafter amended.

ARTICLE IV. TENETS OF FAITH

Lifepoint Church subscribes to the Tenets of Faith of the Assemblies of God. The Bible is our all-sufficient rule for faith and practice. This Statement of Fundamental Truths is intended simply as a basis of fellowship among us (i.e., that we all speak the same thing, 1 Corinthians 1:10; Acts 2:42). The phraseology employed in this statement is not inspired or contended for, but the truth set forth is held to be essential to a full-gospel ministry. No claim is made that it contains all biblical truth, only that it covers our need as to these fundamental doctrines.

1. The Scriptures Inspired

The Scriptures, both the Old and New Testaments, are verbally inspired of God and are the revelation of God to man, the infallible, authoritative rule of faith and conduct (2 Timothy 3:15-17; 1 Thessalonians 2:13; 2 Peter 1:21).

2. The One True God

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

The Adorable Godhead

(a) Terms Defined

The terms *trinity* and *persons*, as related to the Godhead, while not found in the Scriptures, are words in harmony with Scripture, whereby we may convey to others our immediate understanding of the doctrine of Christ respecting the Being of God, as distinguished from "gods many and lords many." We therefore may speak with propriety of the Lord our God, who is One Lord, as a Trinity or as one Being of three persons, and still be absolutely scriptural (examples, Matthew 28:19; 2 Corinthians 13:14; John 14:16,17).

(b) Distinction and Relationship in the Godhead

Christ taught a distinction of persons in the Godhead which He expressed in specific terms of relationship, as Father, Son, and Holy Spirit, but that this distinction and relationship, as to its mode is inscrutable and incomprehensible, because unexplained (Luke 1:35; 1 Corinthians 1:24; Matthew 11:25-27; 28:19; 2 Corinthians 13:14; 1 John 1:3,4).

(c) Unity of the One Being of Father, Son, and Holy Spirit

Accordingly, therefore, there is that in the Father which constitutes Him the Father and not the Son; there is that in the Son which constitutes Him the Son and not the Father; and there is that in the Holy Spirit which constitutes Him the Holy Spirit and not either the Father or the Son. Wherefore the Father is the Begetter; the Son is the Begotten; and the Holy Spirit is the One proceeding from the Father and the Son. Therefore, because these three persons in the Godhead are in a state of unity, there is but one Lord God Almighty and His name one (John 1:18; 15:26; 17:11,21; Zechariah 14:9).

(d) Identity and Cooperation in the Godhead

The Father, the Son, and the Holy Spirit are never identical as to person; nor confused as to relation; nor divided in respect to the Godhead; nor opposed as to cooperation. The Son is in the Father and the Father is in the Son as to relationship. The Son is with the Father and the Father is with the Son, as to fellowship. The Father is not from the Son, but the Son is from the Father, as to authority. The Holy Spirit is from the Father and the Son proceeding, as to nature, relationship, cooperation, and authority. Hence no person in the Godhead either exists or works separately or independently of the others (John 5:17-30, 32, 37; 8:17,18).

(e) The Title, Lord Jesus Christ

The appellation Lord Jesus Christ is a proper name. It is never applied in the New Testament either to the Father or to the Holy Spirit. It therefore belongs exclusively to the Son of God (Romans 1:1-3, 7; 2 John 3).

(f) The Lord Jesus Christ, God with us

The Lord Jesus Christ, as to His divine and eternal nature, is the proper and only Begotten of the Father, but as to His human nature, He is the proper Son of Man. He is, therefore, acknowledged to be both God and man; who because He is God and man, is "Immanuel," God with us (Matthew 1:23; 1 John 4:2,10,14; Revelation 1:13,17).

(g) The Title, Son of God

Since the name *Immanuel* embraces both God and man, in the one person, our Lord Jesus Christ, it follows that the title *Son of God* describes His proper deity, and the title *Son of Man*, His proper humanity. Therefore, the title *Son of God* belongs to the order of eternity, and the title *Son of Man* to the order of time (Matthew 1:21-23; 2 John 3; 1 John 3:8; Hebrews 7:3; 1:1-13).

(h) Transgression of the Doctrine of Christ

Wherefore, it is a transgression of the doctrine of Christ to say that Jesus Christ derived the title *Son of God* solely from the fact of the Incarnation, or because of His relation to the economy of redemption. Therefore, to deny that the Father is a real and eternal Father, and that the Son is a real and eternal Son, is a denial of the distinction and relationship in the Being of God; a denial of the Father and Son; and a displacement of the truth that Jesus Christ is come in the flesh (2 John 9; John 1:1,2,14,18,29,49; 1 John 2:22,23; 4:1-5; Hebrews 12:2).

(i) Exaltation of Jesus Christ as Lord

The Son of God, our Lord Jesus Christ, having by himself purged our sins, sat down on the right hand of the Majesty on high, angels and principalities and powers having been made subject unto Him. And having been made both Lord and Christ, He sent the Holy Spirit that we, in the name of Jesus, might bow our knees and confess that Jesus Christ is Lord to the glory of God the Father until the end, when the Son shall become subject to the Father that God may be all in all (Hebrews 1:3; 1 Peter 3:22; Acts 2:32-36; Romans 14:11; 1 Corinthians 15:24-28).

(j) Equal Honor to the Father and to the Son

Wherefore, since the Father has delivered all judgment unto the Son, it is not only the express duty of all in heaven and on earth to bow the knee, but it is an unspeakable joy in the Holy Spirit to ascribe unto the Son all the attributes of deity, and to give Him all the honor and the glory contained in all the names and titles of the Godhead except those which express relationship (see paragraphs b, c, and d), and thus honor the Son even as we honor the Father (John 5:22,23; 1 Peter 1:8; Revelation 5:6-14; Philippians 2:8,9; Revelation 7:9,10; 4:8-11).

3. The Deity of the Lord Jesus Christ

The Lord Jesus Christ is the eternal Son of God. The Scriptures declare:

- (a) His virgin birth (Matthew 1:23; Luke 1:31,35).
- (b) His sinless life (Hebrews 7:26; 1 Peter 2:22).
- (c) His miracles (Acts 2:22; 10:38).
- (d) His substitutionary work on the cross (1 Corinthians 15:3; 2 Corinthians 5:21).
- (e) His bodily resurrection from the dead (Matthew 28:6; Luke 24:39; 1 Corinthians 15:4).
- (f) His exaltation to the right hand of God (Acts 1:9,11; 2:33; Philippians 2:9-11; Hebrews 1:3).

4. The Fall of Man

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

5. The Salvation of Man

Man's only hope of redemption is through the shed blood of Jesus Christ the Son of God.

(a) Conditions to Salvation

Salvation is received through repentance toward God and faith toward the Lord Jesus Christ. By the washing of regeneration and renewing of the Holy Spirit, being justified by grace through faith, man becomes an heir of God according to the hope of eternal life (Luke 24:47; John 3:3; Romans 10:13-15; Ephesians 2:8; Titus 2:11; 3:5-7).

(b) The Evidences of Salvation

The inward evidence of salvation is the direct witness of the Spirit (Romans 8:16). The outward evidence to all men is a life of righteousness and true holiness (Ephesians 4:24; Titus 2:12).

6. The Ordinances of the Church

(a) Baptism in Water

The ordinance of baptism by immersion is commanded in the Scriptures. All who repent and believe on Christ as Savior and Lord are to be baptized. Thus they declare to the world that they have died with Christ and that they also have been raised with Him to walk in newness of life (Matthew 28:19; Mark 16:16; Acts 10:47,48; Romans 6:4).

(b) Holy Communion

The Lord's Supper, consisting of the elements--bread and the fruit of the vine--is the symbol expressing our sharing the divine nature of our Lord Jesus Christ (2 Peter 1:4); a memorial of His suffering and death (1 Corinthians 11:26); and a prophecy of His second coming (1 Corinthians 11:26); and is enjoined on all believers "till He come!"

7. The Baptism in the Holy Spirit

All believers are entitled to and should ardently expect and earnestly seek the promise of the Father, the baptism in the Holy Spirit and fire, according to the command of our Lord Jesus Christ. This was the normal experience of all in the early Christian church. With it comes the endowment of power for life and service, the bestowment of the gifts and their uses in the work of the ministry (Luke 24:49; Acts 1:4,8; 1 Corinthians 12:1-31). This experience is distinct from and subsequent to the experience of the new birth (Acts 8:12-17; 10:44-46; 11:14-16; 15:7-9). With the baptism in the Holy Spirit come such experiences as an overflowing fullness of the Spirit (John 7:37-39; Acts 4:8), a deepened reverence for God (Acts 2:43; Hebrews 12:28), an

intensified consecration to God and dedication to His work (Acts 2:42), and a more active love for Christ, for His Word, and for the lost (Mark 16:20).

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

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

9. Sanctification

Sanctification is an act of separation from that which is evil, and of dedication unto God (Romans 12:1,2; 1 Thessalonians 5:23; Hebrews 13:12). Scriptures teach a life of "holiness without which no man shall see the Lord" (Hebrews 12:14). By the power of the Holy Spirit we are able to obey the command: "Be ye holy, for I am holy" (1 Peter 1:15,16).

Sanctification is realized in the believer by recognizing his identification with Christ in His death and resurrection, and by faith reckoning daily upon the fact of that union, and by offering every faculty continually to the dominion of the Holy Spirit (Romans 6:1-11,13; 8:1,2,13; Galatians 2:20; Philippians 2:12,13; 1 Peter 1:5).

10. The Church and Its Mission

The Church is the body of Christ, the habitation of God through the Spirit, with divine appointments for the fulfillment of her Great Commission. Each believer, born of the Spirit, is an integral part of the general assembly and church of the firstborn, which are written in heaven (Ephesians 1:22,23; 2:22; Hebrews 12:23).

Since God's purpose concerning man is to seek and to save that which is lost, to be worshiped by man, to build a body of believers in the image of His Son, and to demonstrate His love and compassion for all the world, the priority reason for being of the Assemblies of God as part of the Church is:

- a. To be an agency of God for evangelizing the world (Acts 1:8; Matthew 28:19,20; Mark 16:15,16).
- b. To be a corporate body in which man may worship God (1 Corinthians 12:13).
- c. To be a channel of God's purpose to build a body of saints being perfected in the image of His Son (Ephesians 4:11-16; 1 Corinthians 12:28; 14:12).
- d. To be a people who demonstrate God's love and compassion for all the world (Psalm 112:9; Galatians 2:10; 6:10; James 1:27).

The Assemblies of God exists expressly to give continuing emphasis to this reason for being in the New Testament apostolic pattern by teaching and encouraging believers to be baptized in the Holy Spirit. This experience:

- a. Enables them to evangelize in the power of the Spirit with accompanying supernatural signs (Mark 16:15-20; Acts 4:29-31; Hebrews 2:3,4).
- b. Adds a necessary dimension to a worshipful relationship with God (1 Corinthians 2:10-16; 1 Corinthians 12-14).
- c. Enables them to respond to the full working of the Holy Spirit in expression of fruit and gifts and ministries as in New Testament times for the edifying of the body of Christ and care for the poor and needy of the world (Galatians 5:22-26; Matthew 25:37-40; Galatians 6:10; 1 Corinthians 14:12; Ephesians 4:11,12; 1 Corinthians 12:28; Colossians 1:29).

11. The Ministry

A divinely called and scripturally ordained ministry has been provided by our Lord for the fourfold purpose of leading the Church in: (1) evangelization of the world (Mark 16:15-20), (2) worship of

God (John 4:23,24), (3) building a Body of saints being perfected in the image of His Son (Ephesians 4:11,16), and (4) meeting human need with ministries of love and compassion (Psalm 112:9; Galatians 2:10; 6:10; James 1:27).

12. Divine Healing

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

13. The Blessed Hope

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

14. The Millennial Reign of Christ

The second coming of Christ includes the rapture of the saints, which is our blessed hope, followed by the visible return of Christ with His saints to reign on the earth for one thousand years (Zechariah 14:5; Matthew 24:27,30; Revelation 1:7; 19:11-14; 20:1-6). This millennial reign will bring the salvation of national Israel (Ezekiel 37:21, 22; Zephaniah 3:19, 20; Romans 11:26, 27) and the establishment of universal peace (Isaiah 11:6-9; Psalm 72:3-8; Micah 4:3,4).

15. The Final Judgment

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

16. The New Heavens and the New Earth

"We, according to His promise, look for new heavens and a new earth, wherein dwelleth righteousness" (2 Peter 3:13; Revelation 21 and 22).

ARTICLE V. ORDINANCES

Section 1. Baptism in Water

The ordinance of baptism by immersion in water (Matthew 28:19) shall be administered to all who have believed on the Lord Jesus Christ to the saving of their souls, and who give clear evidence of their salvation (Romans 6:3-5; Colossians 2:12).

Section 2. Holy Communion

The ordinance of the Lord's Supper shall be observed regularly as enjoined in the Scriptures (Luke 22:19,20; 1 Corinthians 11:23-26).

ARTICLE VI. SHAREHOLDER STAKE

Section 1. Shareholder Eligibility

Active shareholder stake in Lifepoint Church shall be open to all those who possess the following qualifications:

- a. A testimony to an experience of the "new birth." (John 1:12-13; 3:3-8; 1st Peter 1:18-25)
- b. Having been baptized in water by immersion. (Matthew 28:19; Mark 16:16)
- c. Evidence of a consistent Christian life (Romans 6:4; 8:1-4; 13:13, 14; Ephesians 4:17-32; 5:1,2,15; 1 John 1:6,7).

- d. Contributing regularly to the financial support of the church of which he/she is to become a shareholder. (Deut.14:27-29, Proverbs 3:10, Malachi 3:9-10, 2 Cor. 9:6-15).
- e. Acceptance of the Tenets of Faith as set forth in Article IV of these bylaws.
- f. Having reached at least eighteen (18) years of age.
- g. Having regularly attended services of, and supported, Lifepoint Church for a period of at least three (3) consecutive months prior to the date of application for eligibility.
- h. Agreement to being governed by the bylaws of Lifepoint Church, and of the Southern California District Council of the Assemblies of God, as both may be amended from time to time.

Section 2. Procedure for Shareholder Recognition

Those individuals eligible to be shareholders and desire to become shareholders of this church shall make written application to the Pastor or Board of Directors. The Board of Directors shall have the right and authority to determine the eligibility and acceptability of all applicants by a majority vote. Those approved to be shareholders by the Board of Directors shall be received into the church publicly at any of its regular services, and their names thereupon added to the church shareholder roster. No application eligibility to be a shareholder shall be accepted within thirty (30) days before an annual shareholder's meeting or within thirty (30) days before a special business meeting.

Section 3. Pastor and Spouse, Pastoral Staff and Spouses

By virtue of office, the pastor and pastoral staff shall be considered an active shareholder of the church during their tenure. The spouses of the pastoral staff shall become active shareholders simultaneously with the pastors, subject to Section 6 of this Article VI.

Section 4. Transfer of Members to Shareholders

A member in good standing of another Assemblies of God church, who satisfies the standards for shareholder eligibility specified in Section 1 of this Article VI (other than the attendance and support requirements), may apply for eligibility by submitting a letter of transfer from the pastor of the other assembly, upon the approval of a majority of the Board of Directors.

Section 5. Inactive Shareholder

Active shareholders who shall without good cause absent themselves from the services of the assembly for a period of three (3) consecutive months or more, or who cease to contribute of their means to its support for a period of three (3) consecutive months, may be declared inactive shareholders by a majority vote of the Board of Directors, and thereupon shall lose their privileges until they are restored to the fellowship, their standing to be settled by action of the Board of Directors.

Section 6. Discipline

A. Grounds

Discipline is an exercise of scriptural authority for which the church is responsible (Matthew 16:19; 18:15-20; Luke 17:3; John 20:23; Acts 16:4; Ephesians 5:11; 1 Timothy 5:20; 2 Timothy 4:2; Hebrews 13:17). The purpose of discipline is to promote repentance and restoration through exposing sinful behavior. It is to be redemptive in nature as well as corrective. Any shareholder of the assembly is subject to discipline on the basis of unscriptural conduct or doctrinal departure from the Tenets of Faith of Lifepoint Church, as determined in the sole discretion of the Board of Directors. The discipline of ministers who hold credentials with the Assemblies of God is administered by the Southern California District Council and General Council of the Assemblies of God.

B. Procedure

The Board of Directors will follow the disciplinary procedure set forth in Matthew 18:15-20. This procedure consists generally of the following steps: (1) The Pastor or a designated

member of the Board of Directors discusses the charges with the shareholder in an effort to resolve the matter privately; (2) if the first step does not resolve the matter, then the shareholder shall meet with the Pastor and Board of Directors or with a designated committee of the Board of Directors in an effort to resolve the matter privately. The decision of the Pastor and Board of Directors shall be final. A shareholder found guilty may be dismissed from being a shareholder in the church (Matthew 18:17). However, lesser disciplinary sanctions may be imposed as appropriate, depending on the circumstances of each case; understanding that the goal of church discipline is for the restoration of the individual(s).

ARTICLE VII. GOVERNMENT

Section 1. The Board of Directors

A. In General

The government of Lifepoint Church shall be vested in the Board of Directors which shall consist of the Pastor and at least three (3) or more board members, to the extent that such authority is not limited by Southern California District Council supervision as provided for under the bylaws of the Southern California District Council.

B. Qualifications of Board of Directors

See qualifications for pastors and Board of Directors members in Section 3.

C. Duties of Board of Directors

- (1) The Board of Directors shall serve in the management of the affairs, funds, and property of the assembly. The Board of Directors shall have the authority to carry out the purposes of the assembly according to its charter and these bylaws.
- (2) The Board of Directors shall act in the examination of applications to be a shareholder and in the administration of discipline.
- (3) For so long as the church is temporarily without a pastor, the remaining members of the Board of Directors shall be empowered to select a temporary chairman of the Board of Directors. Upon selection of a pastor, the pastor shall assume the chairmanship of the board.
- (4) The Board of Directors shall elect a secretary from among its members.
- (5) The Board of Directors shall elect a treasurer from among its members who meet the qualifications for such office.
- (6) The Board of Directors shall serve as the nominating committee of potential Board of Director members.

Section 2. Officers

A. In General

The corporate officers of the church shall consist of the pastor, the secretary, and the treasurer. The pastor, the secretary, the treasurer and at least two (2) active members of the church, shall comprise the church Board of Directors which shall serve as the official governing board of the corporation. The general responsibility of these officers is to see that the church is being run Biblically, honorably and with wisdom. The Pastor, by virtue of office, shall be the president and chairman of the Board of Directors. The offices of secretary and treasurer may be held simultaneously by the same individual.

B. Qualifications

(1) Pastor

The Pastor shall be in good standing with both The General Council of the Assemblies of God and the Southern California District Council, holding a current fellowship card.

(2) Secretary

The secretary shall be an active shareholder of Lifepoint Church for at least one (1) year immediately preceding appointment to office, shall currently support the church with tithes, and shall have a cooperative spirit, and shall be faithful in attendance at church services, actively involved in ministry and shall be a member of the Board of Directors.

(3) Treasurer

The treasurer shall be an active shareholder of Lifepoint Church for at least one (1) year immediately preceding appointment to office, and shall be a member of the Board of Directors. The term of office shall be one (1) year, and the treasurer may serve consecutive terms without limitation.

C. Duties of Officers

(1) Pastor

- (a) Shall be the spiritual overseer of the assembly and shall direct its activities.
- (b) Shall be recognized as a member of the Board of Directors, president of the assembly, and shall act as chairman of all the business meetings of the assembly and of the Board of Directors.
- (c) Shall provide for all services of the assembly and shall specifically arrange for all special meetings, conventions, and campaigns. No person shall be invited to speak or preach in the assembly without their approval.
- (d) Shall be chairman of the Nominating Committee for the selection of Board of Director nominees, as chairman of the Board of Directors. The Pastor shall privately interview those nominated, ascertaining their eligibility and availability to serve as Board of Directors
- (e) Should conduct a training class at least once a year on the responsibilities of the Board of Directors, officers, secretary, treasurer, and other church leaders. Such a training course shall be based upon the scriptural directives for church leadership and the church bylaws.
- (f) Shall be an ex-officio member of all committees.
- (g) District and General Council meetings – the pastor shall endeavor to represent the church in Regional, District and General Council activities. The church shall accept the financial responsibilities, as far as is possible, for the pastor and spouse to attend these activities. Such attendance shall not be considered part of the pastor's vacation.
- (h) Pastoral Staff – When it is determined that there is need for another person on the pastoral staff; the pastor shall present the name of the candidate of their choice to the Board of Directors. Upon confirmation by the Board of Directors, the pastor and board shall appoint that person and determine the salary. The pastor is to define the job description and responsibilities of the staff members, who shall be under his/her direct supervision and answerable to him/her in all matters. Members of the pastoral staff shall cooperate with and support the pastor in all their duties, responsibilities and policies, and if unable to do so shall tender their resignation immediately to the pastor. The initiative of terminating the employment of any staff member shall be the prerogative of the pastor. Severance pay shall be determined by the church board.

(2) Secretary

- (a) Shall keep the minutes of the official meetings of the Board of Directors and of the Annual Shareholders and special business meetings of the assembly.
- (b) Shall keep a record of the shareholder roster of Lifepoint Church and perform any other clerical work necessary to the proper discharge of their duties.
- (c) Shall be the custodian of all legal documents.
- (d) Shall file such annual corporation reports with the secretary of state as may be required by state law.

(3) Treasurer

- (a) Shall be entrusted with all the finances of Lifepoint Church, subject to the supervision of the Board of Directors, and shall cause to deposit all funds in federally insured accounts in the name of Lifepoint Church. All checks issued on behalf of the church must be signed by one (1) officer authorized by the Board of Directors.
- (b) Shall keep an itemized account of receipts and disbursements, shall present a report for each regular meeting of the Board of Directors, and shall present an annual report to the assembly in its Annual Shareholder's Meeting.
- (c) Shall assist the assembly in acquiring and maintaining available tax exemptions under state and local law.
- (d) Shall provide a record of all identified giving to each donor at least annually.
- (e) Shall be the custodian of all the financial records of the church.
- (f) Items (b), (c), (d) and (e) above may be delegated to church administrative staff.

Section 3. Board of Directors

Board of Directors shall be persons of mature Christian experience and knowledge, and who shall be expected to meet the requirements set forth in 1 Timothy 3:1-13; Acts 6:1-7; Titus 1:5-9. They shall be at least twenty-one (21) years old, and shall have been shareholders of Lifepoint Church for at least one (1) year. They shall, along with their family, currently support the church with their tithes and offerings, have a cooperative spirit, be actively involved in ministry and regularly attend church services. They shall not hold ministerial credentials with any organization or credentials with Lifepoint Church provided for in Article VII, Section 7. According to the scriptures, the role of the Board of Directors is to serve God, His church and the community.

Section 4. Conflicts of Interest

In the event that any Board of Director member has a conflict of interest that might properly limit such Board of Director member's fair and impartial participation in Board of Director deliberations or decisions, such Board of Director member shall inform the Board of Directors as to the circumstances of such conflict. If those circumstances require the non-participation of the affected Board of Director member, the Board of Directors may nonetheless request from the Board of Director member any appropriate non-confidential information which might inform its decisions. "Conflict of interest," as referred to herein, shall include but shall not be limited to, any transaction by or with the corporation or church in which a Board of Director member has a direct or indirect personal interest, or any transaction in which a Board of Director member is unable to exercise impartial judgment or otherwise act in the best interests of the corporation or church.

No Board of Director member shall cast a vote, nor take part in the final deliberation in any matter in which they, members of their immediate family or any organization to which such Board of Director member has allegiance, has a personal interest that may be seen as competing with the interest of the corporation or church. Any Board of Director member who believes they may have such a conflict of interest shall so notify the Board of Directors prior to deliberation on the matter in question, and the Board of Directors shall make the final determination as to whether any Board of Director member has a conflict of interest in any matter. The minutes of the Board of Directors meeting shall reflect disclosure of any conflict of interest and the recusal of the interested Board of Director member.

Section 5. Indemnification

Unless otherwise prohibited by law, the corporation shall indemnify any Board of Director member or officer or any former Board of Director member or officer, and may by resolution of the Board of Directors indemnify any employee, against any and all expenses and liabilities incurred by him or her in connection with any claim, action, suit, or proceeding to which he or she is made a party by reason of being a Board of Director member, officer, or employee. However, there shall be no

indemnification in relation to matters as to which they shall be adjudged to be guilty of a criminal offense or liable to the corporation for damages arising out of his or her own gross negligence in the performance of a duty to the corporation.

Amounts paid in indemnification of expenses and liabilities may include, but shall not be limited to, counsel fees and other fees; costs and disbursements; and judgments, fines, and penalties against, and amounts paid in settlement by, such Board of Director member, officer, or employee. The corporation may advance expenses or, where appropriate, may itself undertake the defense of any Board of Director member, officer, or employee. However, such Board of Director member, officer, or employee shall repay such expenses if it should be ultimately determined that they are not entitled to indemnification under this Section.

The Board of Deacons may also authorize the purchase of insurance on behalf of any Board of Director member, officer, employee, or other agent against any liability incurred by them which arises out of such person's status as a Board of Director member, officer, employee, or agent, whether or not the corporation would have the power to indemnify the person against that liability under law.

Section 6. Fiduciary Duties

The law imposes several fiduciary duties on officers and board members, including the duties of due care and diligence, loyalty, avoidance of self-dealing, expending designated contributions for the purposes specified, and not commingling personal and corporate funds.

Section 7. Local Church Credential

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

ARTICLE VIII. ELECTIONS, APPOINTMENTS, VACANCIES, AND REMOVALS

Section 1. Elections

A. Pastor

- (1) The pastor shall be nominated by the Board of Directors. Recommendations may be made to the Board of Directors by any shareholder of the assembly.
- (2) For purposes of adopting these Bylaws, the current Pastor shall be elected to serve for an indefinite term at the same business meeting wherein these Bylaws are adopted.
- (3) Election shall be by secret ballot at the Annual Shareholder's Meeting or at a special business meeting called for that purpose. Only one (1) candidate shall be considered at a time.
- (4) A two-thirds majority vote of all votes cast shall be required to constitute an election.
- (5) In the event either the Pastor or any other shareholder or shareholders of Lifepoint Church shall challenge the validity of an election, the validity of the election shall be arbitrated by the Executive Presbytery of the Southern California District Council, and its decision shall be final.

B. Secretary

The secretary shall be elected by the Board of Directors from among its members. The term of office shall be one (1) year, and the secretary may serve consecutive terms without limitation.

C. Treasurer

The treasurer shall be elected by the Board of Directors from among its members. The term of office shall be one (1) year, and the treasurer may serve consecutive terms without limitation.

D. Board of Directors Appointment

Board members shall be nominated by a Nominating Committee appointed by the Board of Directors (see Article VII, Section 2C, paragraph (1)(d)). Active shareholders may recommend nominees to the Nominating Committee; however, nominations for Board of Directors shall not be accepted from the floor during any shareholder or business meeting without prior proof that the nominee meets the qualifications for a Board of Director member and has undergone the necessary review and approval by the Pastor. Board of Director members shall be appointed for a 3-year term, and shall hold office until the Annual Shareholder's Meeting at which their successor is appointed. Board of Director members may not serve more than two (2) consecutive 3-year terms. The terms of Board of Director members shall be staggered appropriately so as to ensure Board of Director members are not vacating their positions simultaneously.

E. Honorary Board Members

With approval of the Board of Directors (which is not binding and may be rescinded), the Pastor may choose to invite shareholders of the church, church staff or a special guest Assemblies of God Minister(s) to serve as Honorary Board Members. They shall attend Board of Directors Meetings and serve as advisors to the Pastor and Board of Directors. Board of Directors Honorary Board Members will have a voice on all issues before the Board of Directors. Board of Directors Honorary Board Members will not vote on any issues.

Section 2. Vacancies and Removals

A. Pastor

When a vacancy in the office of the pastor shall occur, a temporary replacement shall be arranged for by the Board of Directors until a pastor shall be chosen as prescribed in Article VIII, Section 1.A. The counsel of the District Superintendent will be sought. When a pastor's credentials are withdrawn by the General Council, the pastor's term of office shall be automatically terminated. In the event a special business meeting is called by petition as provided in Article IX, Section 3, for the purpose of considering the status of the Pastor, a two-thirds (2/3) vote of all active shareholders present and voting shall be required to remove the Pastor from office before their term expires. Severance pay shall be governed by Article XI, Section 4,C.

B. Secretary and Treasurer

The offices of secretary and treasurer shall be vacant upon the expiration of the term of office, the resignation of the member as Secretary or Treasurer, or upon the termination of the officer's active membership, whichever shall occur first.

C. Board of Directors

The office of Board of Directors member shall be vacant upon the expiration of the term of office, or upon the termination of a Board of Director's active status as a shareholder, whichever shall occur first. Board of Directors can be removed by a majority vote of shareholders at a specially called business meeting.

D. Resignation

A Board of Director member shall have vacated their office when they submit a written resignation to the Pastor.

If the resignation of a Board of Director member is effective at a future time, the Board of Directors may elect a successor to take office when the resignation becomes effective. No Board of Director may resign when the corporation would then be left without a duly elected Board of Directors, comprising of at least two (2) Board of Directors. The Nominating Committee of the Board of Directors will be responsible for identifying nominees and will make formal recommendations to the Board of Directors when a vacancy exists or when the Board of Directors has determined that an increase in the number of Board of Directors is desirable.

D. Filling Vacancies

Any office or position of leadership in the church (other than that of Pastor) may be filled by appointment of the Board of Directors for the unexpired term.

ARTICLE IX. MEETINGS

Section 1. Meetings for Worship

Meetings for public worship shall be held on each Lord's Day and during the week as may be provided for under direction of the Pastor or the Board of Directors if there is no pastor.

Section 2. Annual Shareholder's Meeting

There shall be an Annual Shareholder's Meeting of the assembly, at which time the appointment of officers and Board of Directors shall take place and the report of all officers shall be presented. This meeting shall be held during the months of January or February of each year. The time and place shall be announced by the Pastor. Notice of the date, time, and place of each Annual Shareholder's Meeting shall be announced from the pulpit during morning worship services on each of the two Sundays immediately preceding the date of the meeting.

Section 3. Special Business Meetings

Special business meetings of the assembly may be called by the Pastor, or by a majority of the Board of Directors, or by a petition signed by not less than fifty percent (50%) of the active shareholders of the assembly. Only those active shareholders who have regularly attended services of, and supported, this assembly for a period of at least three (3) consecutive months prior to signing the petition shall be counted. Petitions pertaining to the business affairs of the church shall be submitted to the Pastor or the Secretary of the Board of Directors.

A petition pertaining to the status of the Pastor shall be directed to the District Superintendent, who shall arrange for a special business meeting of the assembly. No more than one petition on a given subject shall be recognized in any twelve (12) month period. Notice of the date, time, place, and purpose of each special business meeting shall be announced from the pulpit during morning worship services on each of the two (2) Sundays immediately preceding the date of the meeting. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the assembly.

Section 4. Parliamentary Order

All business meetings of the church shall be governed by parliamentary procedure as set forth in the current edition of *Robert's Rules of Order Revised*, in keeping with the spirit of Christian love and fellowship.

Section 5. Voting Constituency

A. Qualifying of Voters

The voting constituency at all shareholder and business meetings of the assembly shall consist of all active shareholders who are present and who are eighteen (18) years of age or older (Article VI, Section 1).

B. Transfer Members

Transfer members shall have shareholder privileges after thirty (30) days of becoming a shareholder (Article VI, Section 4).

C. Shareholders Under Process of Discipline

No shareholder under the process of discipline shall be entitled to a vote until the process is completed (Article VI, Section 6).

Section 6. Quorum

A quorum shall consist of all active shareholders present at any duly called shareholder or business meeting. A quorum for the election or removal of a pastor shall consist of fifty percent (50%) of all active voting members. A quorum for the sale or purchase of property shall consist of fifty percent (50%) of all active voting members.

Section 7. Order of Business

The regular order of business for the Annual Shareholder's Meeting of Lifepoint Church shall be as follows:

- a. Devotional
- b. Reading of previous minutes
- c. Report of treasurer
- d. Report of committees
- e. Unfinished business
- f. Appointment of Officers and Board of Directors
- g. New business
- h. Adjournment

Section 8. Board of Directors

The Board of Directors shall meet monthly or at the call of the Pastor for the transaction of business for the assembly, time and place to be announced by the Pastor. A majority of the Board of Director members present shall constitute a quorum.

Section 9. Shareholder Roster

The Board of Directors shall review the list of active shareholders at least annually, at the regularly scheduled meeting of the Board of Directors immediately preceding the Annual Shareholder's Meeting, and compile a current list of active shareholders.

ARTICLE X. DEPARTMENTS

Lifepoint Church shall create and maintain such departments and sub-organizations as may be necessary and advisable for the extension of its work including those mentioned in this Article. All such departments and organizations shall be subordinate to the assembly and shall contribute to the harmony and development of the whole. They shall be under the general supervision of the Pastor, pastoral staff and Board of Directors, and the Pastor shall be an ex-officio member of all committees or departments.

ARTICLE XI. FINANCE

Section 1. In General

All funds for the maintenance of the assembly shall be provided by the voluntary contributions, tithes, and offerings of the shareholders and friends of the organization. Offerings shall be accepted by the assembly at such times and in such ways as agreed upon by the Board of Directors and shall be administered under their supervision. (Malachi 3:10; Luke 6:38; 1 Corinthians 16:1, 2; 2 Corinthians 9:6-8).

Section 2. Handling of Offerings

All offerings shall be counted by at least two authorized persons before the funds are removed from the church building. An offering receipts form shall be signed in duplicate by those counting the offering, with one copy going to the treasurer and/or controller and the other to the Pastor. A record shall be kept of all receipts and disbursements of the local assembly and of all individual giving.

Section 3: United Ministries Fund

In according with the Bylaws of the Southern California District Council, Article XXI, Section 2, an offering equivalent to one percent (1%) of the General Fund income (tithes and offerings) shall be sent monthly to the Southern California District Council office.

Section 4. Pastoral Remuneration

A. Regular Remuneration

The Pastor shall be remunerated for his services by a salary or by other means agreed upon by the Board of Directors and the Pastor. The Board of Directors shall review the Pastor's remuneration at least annually. The Pastor shall be given an annual paid vacation of three (3) weeks per year for the first three (3) years. After three (3) years, one (1) week per year may be added, not to exceed five (5) weeks paid vacation per year.

B. Reimbursement for Expenses

The Pastor shall be given consideration by the Board of Directors for expenses incurred by his attendance at District Councils, General Councils, and other District functions by reimbursement of such expenses, or by an offering to help defray such expenses, according to the ability of the church as determined by the Board of Directors.

C. Severance Pay

Consideration shall be given for a minimum of two (2) months of regular salary or average remuneration as severance pay.

ARTICLE XII. PROPERTY

Section 1. Title

All property of the assembly shall be deeded to the assembly and held in its name and in the name of the Southern California District Council of the Assemblies of God.

Section 2. Purchases and Sales of Property

The Board of Directors has the authority to obtain loans to acquire or to make outright purchases of any land, real property, furnishings, equipment, and other items of business personal property and/or Improvements up to a limit of \$250,000 in cost or twenty percent (20%) of the value of all assets belonging to this assembly (whichever is greater). Any purchases, loans, encumbrances or agreements to purchase any of the a fore mentioned items in excess of \$250,000 in cost or twenty percent (20%) of the value of all assets belonging to this assembly (whichever is greater) and any

sales of real property shall only be authorized by a majority vote of the active shareholders who are in attendance at an Annual Shareholder's or special meeting of the assembly.

Section 3. Discontinuation of Church Services

Should Lifepoint Church cease to maintain a weekly worship service for a period of three (3) months under the direction of a leader duly authorized by and in good standing with the Southern California District Council, it shall be dissolved and its properties disposed of according to Article XII, Section 4, of these bylaws.

Section 4. Disaffiliation

Title to all real property now owned or hereafter acquired by the assembly shall be held in trust as a place of divine worship in full cooperative fellowship and affiliation with the General Council of the Assemblies of God, Springfield, Missouri, and the Southern California District Council of the Assemblies of God, Irvine, California. In the event that the assembly shall be divided over doctrinal or any other issues, or shall vote to disaffiliate from the Assemblies of God, all property of the assembly shall remain with those shareholders, whatever their number, desiring continued affiliation with the Assemblies of God and adhering to its Statement of Fundamental Truths. The determination of which group of shareholders desires continued affiliation with the Assemblies of God and adheres to its Statement of Fundamental Truths shall be arbitrated by the Executive Presbytery of the Southern California District Council of the Assemblies of God, and its decision shall be final and binding. If all of the shareholders of the assembly shall vote to disaffiliate from the Assemblies of God for doctrinal or any other reasons, then all of the property of such assembly shall revert to the Southern California District Council and shall be used by the Southern California District Council of the Assemblies of God as an Assemblies of God church if possible, and if not possible, and if not possible, the Southern California District Council of the Assemblies of God may sell the property and apply the proceeds in any manner consistent with its stated purposes.

Section 5. Dissolution

Upon the dissolution of the assembly, none of its funds or assets shall be distributed to any officer, Board Director, or any other individual. The church board shall, after paying or making provision for the payment of all of the liabilities of the assembly, dispose of all of the funds and assets of the assembly by conveying the same to the Southern California District Council of the Assemblies of God, for the purposes of the assembly, and provided that the Southern California District Council of the Assemblies of God at the time qualifies as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law). Any such funds or assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, to such organization as said Court shall determine which is organized and operated exclusively for religious purposes.

ARTICLE XIII. ARBITRATION OF DISPUTES

Inasmuch as the Scriptures require Christians to take their disputes to the saints and not to the civil courts (1 Corinthians 6:1-8), all disputes which may arise (1) between any shareholder of this church and the church itself, or (2) between any shareholder of this church and any pastor, officer, Board of Director, employee, volunteer, or other worker of this church, shall be resolved by binding arbitration if efforts to mediate or conciliate the dispute have failed. Either party to the dispute may initiate the arbitration process by filing with the other party a written request for arbitration within a reasonable time after the dispute has arisen and efforts to mediate or conciliate have failed. In such a case, the shareholder and the church shall each name an arbitrator, and the two so selected shall name a third. All arbitrators must be born-again, Spirit-filled believers who are members of an Assemblies of God church. The third arbitrator chosen by the other two shall disclose, before accepting the appointment, any financial or

personal interest in the outcome of the arbitration, and any existing or past financial, professional, family, or social relationships which are likely to affect impartiality or which might reasonably create an appearance of partiality or bias. Either of the parties to the arbitration, on the basis of such disclosures, may disqualify such a candidate from serving as the third arbitrator. A third arbitrator who serves without objection from either party has a continuing duty to disclose relationships or interests which may impair his impartiality. Either party, regardless of the stage of the arbitration process, may on the basis of such disclosures disqualify such a person from further participation. The arbitration process shall not proceed until the third arbitrator is selected. The arbitrators shall appoint the time and place for the hearing and cause notification to the parties to be served personally or by registered mail not less than thirty (30) days before the hearing. Appearance at the hearing waives such notice. The arbitrators may adjourn the hearing from time to time as necessary and, on request of a party and for good cause or upon their own motion, may postpone the hearing to a later date. The arbitrators may hear and determine the controversy upon the evidence produced notwithstanding the failure of a party duly notified to appear. The parties are entitled to be heard, to present evidence material to the controversy, and to cross-examine witnesses appearing at the hearing. The hearing shall be conducted by all the arbitrators, but a majority of them may determine any question and render a final award. If during the course of the hearing an arbitrator for any reason ceases to act, he shall be replaced in the same manner in which he was originally selected. The arbitrators may in their absolute discretion admit as evidence any affidavit or declaration concerning the matters in dispute, a copy thereof having been given at least five (5) days previously to the party against whom the same is offered, but the person whose evidence is so taken shall be subject to cross-examination by such party. The arbitrators shall have the power to order and direct what they shall deem necessary to be done by either of the parties relating to the matters in dispute. Cost of the arbitration shall be determined and assessed by the arbitrators. Any submission of a dispute to arbitration shall not be revoked by the death of any party to the dispute, and any award will be binding upon such person's heirs and successors. The decision of the arbitrators shall be binding on both parties, and both parties submit themselves to the personal jurisdiction of the civil courts in this state (including federal courts), as well as the courts of any other state which may have jurisdiction over any dispute contemplated by this Article, for the entry of a judgment confirming the arbitrators' award. The arbitration process is not a substitute for any disciplinary process set forth in the constitution or bylaws of the church, and shall in no way affect the authority of the church to investigate reports of misconduct, conduct hearings, or administer discipline. Any matter not provided for herein shall be governed by the provisions of the Uniform Arbitration Act. If a dispute may result in an award of monetary damages, then use of this arbitration procedure is conditioned on acceptance of the procedure by the liability insurer of the church, and the insurer's agreement to honor any arbitration award up to any applicable policy limits.

ARTICLE XIV. AMENDMENTS

The bylaws may be amended at any Annual Shareholder or special business meeting of the assembly by a majority vote of the active shareholders present, except as otherwise indicated herein. Articles III, XI, XII, and XIV of these bylaws may be amended only by the affirmative vote of 100 percent (100%) of the active shareholders present at any Annual Shareholder or special business meeting called for the purpose of amending these bylaws. Article IV and XII of these bylaws is not subject to amendment, except to conform to any amendments made to the Statement of Fundamental Truths of the Assemblies of God. All amendments must be consistent with and not in conflict with the constitution and bylaws of the Southern California District Council of the Assemblies of God and the General Council of the Assemblies of God.