

# **Bylaws**

**The Sanctuary Worship Center Inc.**

## Table of Contents

Preamble.....	1
Language .....	1
Article I Name.....	1
Article II Purpose.....	1
Article III Statement of Faith.....	1
Article IV Ordinances .....	4
Article V Membership .....	4
Article VI Government.....	4
Article VII Official Functions.....	6
Article VIII Meetings.....	9
Article IX Quorum .....	10
Article X Accountability Board .....	10
Article XI Ecclesiastical Authority.....	12
Article XII Mutual Interest.....	12
Article XIII Prohibited Activities.....	12
Article XIV Founder's Vision .....	12
Article XV Ministry of Helps .....	13
Article XVI Review of Church Records .....	13
Article XVII Privacy .....	14
Article XVIII Order.....	14
Article XIX Finances .....	14
Article XX Property Rights .....	15
Article XXI Dissolution.....	15
Article XXII Ministers of the Gospel .....	15
Article XXIII Indemnification .....	17
Article XXIV Other Considerations .....	17
Article XXV Amendments .....	17

# Bylaws

## Preamble

WHEREAS, it is the express purpose of God our Heavenly Father to call out of the world a saved people who shall contribute to the Body of Christ, built and established on the foundation of the apostles and prophets, Jesus Christ being the Chief Cornerstone.

WHEREAS, the members of the Body of Christ are enjoined to assemble themselves together for worship, fellowship, counsel, and instruction in the Word of God and the work of the ministry and for the exercise of those spiritual gifts and offices provided for in the New Testament, therefore,

BE IT RESOLVED, that we recognize ourselves as a body of Christian believers working together for the common purpose of spreading the Gospel of our Lord and Savior Jesus Christ, and that under the laws of the state of Florida we may exercise all the rights and privileges granted to religious bodies.

## Language

The masculine gender stated within this document shall refer to both men and women.

## Article I Name

The name of this corporation shall be The Sanctuary Worship Center Inc.

## Article II Purpose

The specific purpose for which the corporation is initially organized is to establish and oversee places of worship, teach and preach the gospel to all people, conduct evangelistic and humanitarian outreach, license and ordain ministers of the gospel, support missions, church planting and to also engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3), Internal Revenue Code.

## Article III Statement of Faith

The human phraseology employed in this statement is not inspired nor 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 the truth in the Bible, only that it covers orthodox fundamental matters.

## **The Scriptures Inspired**

The Bible is the inspired Word of God, a revelation from God to men, the infallible rule of faith and conduct, and superior to conscience and reason, but not contrary to reason (2 Tim. 3:15-17; 1 Pet. 1:23-25; Heb. 4:12).

## **The One True God**

The one true God has revealed Himself as the eternally self-existent, self-revealed "I AM," and has further revealed Himself as embodying the principles of relationship and association, by simultaneously existing as Father, Son and Holy Spirit. (Deut. 6:4; Mark 12:29; Isa. 43:10, 11; Matt. 28:19).

## **Man's Fall and Redemption**

Man was created good and upright, for God said, "Let us make man in our image and after our likeness." Man, by voluntary transgression, fell, and his only hope of redemption is in Jesus Christ, the Son of God (Gen. 1:26-31; Gen. 3:17; Rom. 5:12-21).

## **The Salvation of Man Conditions of Salvation**

The Grace of God, which brings salvation, has appeared to all men, through the preaching of repentance toward God and through faith in the Lord Jesus Christ; man is saved by the washing of regeneration and renewing of the Holy Spirit, and being justified by grace, has become heir of God according to the hope of eternal life (Titus 2:11; 3:5-7; Rom. 10:13-15; Luke 24:47).

## **Evidences of Salvation**

The inward evidence to the believer of his salvation is the direct witness of the Spirit (Rom. 8:16). The outward evidence to all men is a life of holiness (1 Thess. 4:7, 2 Tim. 1:9).

## **The Promise of the Father**

All believers should ardently expect and earnestly seek the Promise of the Father, which is the baptism in the Holy Spirit. With it comes the infilling of power for life and service, and the bestowment of the gifts and their uses in the work of the ministry (Luke 24:49; Acts 1:4-8; 1 Cor. 12:1-31). This experience may be distinct from and subsequent to the experience of the New Birth (Acts 2:38; 10:44-46; 11:14-16; 15:7-9).

## **Sanctification Process**

By the power of the Holy Spirit we strive to obey the command, "Be ye holy, for I am holy." Sanctification is the will of God for all believers, and should be earnestly pursued by walking in obedience to God's Word (Heb. 12:14; 1 Pet. 1:15, 16; 1 Thess. 5:23, 24; 1 John 2:6).

## **The Church**

The church is the holy Body of Christ, the habitation of God through the Spirit, with divine appointments for the fulfillment of her great commission. Each believer is an integral part of the church, and their names are written in the Lamb's Book of Life. (1 Thess. 2:4)

## **Ministry**

Divinely called and Scripturally ordained ministry has been provided by our Lord for a two-fold purpose: (1) The evangelization of the world, and (2) The edification of the Body of Christ (Mark 16:15, 20; Eph. 4:11-13).

## **Marriage**

God created marriage. It is a covenant made between a man and a woman that makes them one (Gen 2: 22,24; Matt 19: 5-6).

## **Divine Healing**

Deliverance from sickness is provided for in the atonement of Christ and is the privilege of all believers (Isa. 53:4, 5; Matt. 8:16, 17; Mark 16:18; John 5:14).

## **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 Lord, is imminent and is the blessed hope of the church (1 Thess. 4:16; Rom. 6:23; Titus 2:13; 1 Cor. 15:51,52).

## **The Millennial Reign of Jesus**

The revelation of the Lord Jesus Christ from heaven, the salvation of national Israel, and the millennial reign of Christ on the earth are Scriptural promises and our hope (2 Thess. 1:7; Rev. 19:11-16; Rom. 11:25; Rev. 20:1-7).

## **The Lake of Fire**

The devil and his angels, the beast and the false prophet, and whosoever is not found written in the Lamb's Book of Life shall be consigned to everlasting punishment in the lake which burns fire and brimstone, which is the second death (Rev. 19:20; 20:10-15).

## **The New Heavens and New Earth**

We, as promised in the Scriptures, look for a new heavens and a new earth wherein righteousness dwells (2 Pet. 3:13; Rev. 21: 1).

## **Article IV Ordinances**

### **Baptism in Water**

The ordinance of baptism by burial with Christ should be observed (as commanded in the Scriptures) by all that have repented of their sins and in their hearts have believed on Christ as their Savior and Lord. In doing so, they declare to the world that they have died with Christ and that they have also been released to walk with Him in newness of life (Matt. 28:19; Rom. 6:4).

### **The Lord's Supper (Communion)**

The Lord's Supper, consisting of the elements, bread and fruit of the vine, is the symbol expressing our sharing in a memorial to His suffering and death, and a prophecy of His second coming, and is enjoined to all believers "until He comes" (John 6:48,51,53-57; Luke 22:19,20; 2 Pet. 1:4; 1 Cor. 11:25).

## **Article V Membership**

This church shall have a non-voting congregational membership. The Board of Directors may create a congregational membership program that details the requirements, rights and responsibilities of membership as well as the procedures for dismissal.

## **Article VI Government**

### **Section 1 Board of Directors**

1. There shall be a Senior Pastor/President.
2. There may be a Vice President.
3. There shall be a Secretary.
4. There shall be a Treasurer.
5. Other individuals may be added as needed.

### **Section 2 Official Board of Directors and Voting Power**

1. The Board of Directors is that group of persons vested with the management of the business and affairs of the corporation.
2. The official Board of Directors shall consist of individuals listed above and those added by official action of the Board of Directors.
3. The majority of the Board of Directors shall serve without remuneration. The majority shall also not be comprised of one group whose members are related by blood, business or marriage.
4. The Senior Pastor/President shall be chairman of the Board of Directors.

5. Each member of the Board of Directors shall have equal voting power among all of the other members.
6. A decision by the Board of Directors is considered valid with a simple majority vote, including the approval of the Senior Pastor/President, unless otherwise specified in the Bylaws.
7. The Board of Directors shall adopt a Conflict of Interest Policy to prevent voting by disqualified individuals, as defined in IRC Section 4958(f)(1). All members who are disqualified with respect to a decision shall recuse themselves from the vote.
8. The Board of Directors shall be authorized to create any additional committees as may be deemed necessary for the management corporation.
9. The Senior Pastor/President shall be an ex officio member of every committee and can at his discretion be the chair of such committee at the time of its creation.

### **Section 3 Removal From the Board of Directors**

Any Board of Directors member may be removed from office with or without cause by a simple majority vote of the Board of Directors including the Senior Pastor/President's approval. However, the removal of the Senior Pastor/President is subject to Article X.

The following reasons are considered just cause for Board of Directors member removal by the Board of Directors:

1. In absentia at three consecutive Board of Directors meetings;
2. Violation of the mutual interest clause of Article XII;
3. Not acting in the best interests of the organization;
4. Willful nondisclosure of a conflict of interest as interpreted by a majority of the Board of Directors.

### **Section 4 Vacancies**

In the event of a Director vacancy, whether due to resignation or removal, the Senior Pastor/President shall be given a reasonable amount of time to nominate an individual deemed qualified in accordance with these Bylaws. The nomination must be approved by a simple majority vote of the Board of Directors.

### **Section 5 Resignation**

Any Director may resign at any time by giving written notice to the Board of Directors. Such resignation shall take effect on the date of the receipt of such notice and, acceptance of such resignation shall not be necessary to make it effective.

## **Article VII Official Functions**

The officers listed below are ultimately responsible to oversee that all listed duties are properly executed. The actual carrying out of necessary actions may be accomplished by any individual whom the Board of Directors sees fit.

### **Section 1 Senior Pastor/President Qualifications**

The Senior Pastor/President shall have wisdom in handling the corporation's affairs. He shall be of sound doctrine and good judgment.

### **Duties**

The Senior Pastor/President shall be the leader of the church as provided by the Holy Scriptures.

The Senior Pastor/President shall be chairman of the official Board of Directors and preside over all corporation meetings.

The Senior Pastor/President shall hold the Ecclesiastical Authority and be responsible for the day-to-day decisions.

### **Succession**

The Senior Pastor/President may nominate a successor at any time. The nominee shall be confirmed by simple majority vote of the Board of Directors, after the nomination is made. This person will assume the role of the Senior Pastor/President if the Senior Pastor/President retires, passes away unexpectedly or is otherwise incapacitated.

### **Removal by the Accountability Board**

Should the Senior Pastor/President be removed by the Accountability Board, the previously approved successor will step into the role of the Senior Pastor/President.

### **No Successor Appointed**

Should the Senior Pastor/President fail to appoint a successor, the following shall serve as an order of succession:

1. Vice President
2. Secretary
3. Treasurer

If the retirement, passing, removal or incapacity of the Senior Pastor/President leaves the Board of Directors unbalanced or without a quorum, then the first motion of the person who assumes the role of the Senior Pastor/President through this section, shall be to



nominate prospective Board of Director member(s). The nominee(s) shall be confirmed by a unanimous vote of the remaining Board of Director members.

The successor will automatically and immediately become the Senior Pastor/President. In the event the successor is not prepared to assume both the role of the Senior Pastor and that of the President, the Board of Directors can move to separate the roles of the Senior Pastor and President by a simple majority vote. Such action would require an amendment to the Bylaws. The Board of Directors will begin the search for the replacement Senior Pastor and the successor will assume the role of the President. The Board of Directors may select an interim Senior Pastor until a permanent replacement is found.

## **Section 2 Vice President Qualifications**

The Vice President shall have wisdom in handling the corporation's affairs. He shall be of sound doctrine and good judgment.

### **Duties**

He will serve as chief advisor to the Senior Pastor/President.

He shall carry out the responsibilities that the Senior Pastor/President delegates to him.

### **Manner of Appointment**

The Senior Pastor/President shall nominate and the Board of Directors shall confirm the Vice President to office by a simple majority vote.

### **Term of Office**

The term of office of the Vice President shall be reviewed every two years. The number of consecutive terms that he may serve is unlimited. He is subject to removal at any time in accordance with Article VI.

## **Section 3 Secretary Qualifications**

The Secretary shall be a spiritually minded person and of sound judgment. He must be administratively minded with the ability to multi-task.

### **Duties**

By virtue of his office, the Secretary shall keep a true and accurate record of all meetings, including business meetings of the corporation. He shall perform clerical duties, and shall be the custodian of all legal documents.

### **Manner of Appointment**

The Senior Pastor/President shall nominate and the Board of Directors shall confirm the Secretary to office by a simple majority vote.

### **Term of Office**

The term of office of the Secretary shall be reviewed every two years. The number of consecutive terms that he may serve is unlimited. He is subject to removal at any time in accordance with Article VI.

### **Section 4 Treasurer Qualifications**

The Treasurer shall be a spiritually minded person, and of sound business judgment. He shall be capable of doing the accounting required to maintain the corporation books.

### **Duties**

By virtue of his office, the Treasurer shall keep, in a business-like manner, an itemized account of all receipts and disbursements of monies committed to his trust and shall make reports to be presented during the official Board of Directors meetings. He shall deposit and make withdrawals in a manner prescribed in Article XIX.

### **Manner of Appointment**

The Senior Pastor/President shall nominate and the Board of Directors shall confirm the Treasurer to office by a simple majority vote.

### **Term of Office**

The term of office of the Treasurer shall be reviewed every two years. The number of consecutive terms that he may serve is unlimited. He is subject to removal at any time in accordance with Article VI.

### **Section 5 Directors Qualifications**

Directors shall be spiritually minded persons, and of sound business judgment.

### **Duties**

By virtue of their office, Directors shall carry out the responsibilities that the Senior Pastor/President or Board of Directors delegate to them.

### **Manner of Appointment**

The Senior Pastor/President shall nominate and the Board of Directors shall confirm Directors to office by a simple majority vote.

### **Term of Office**

The term of office of the Directors shall be reviewed every two years. The number of consecutive terms that a Director may serve is unlimited. Directors are subject to removal at any time in accordance with Article VI.

## **Article VIII Meetings**

### **Section 1 Church Services**

In any established place of worship the appointed Pastor will be responsible for regular church services.

### **Section 2 Corporation Meetings**

The corporation year shall coincide with the calendar year beginning on January 1st, and running through December 31st.

Proper notice of ten days shall be given to all Directors prior to any Corporation Meeting.

The Senior Pastor/President will call the official Board of Directors meeting to discuss the direction of the corporation. The Senior Pastor/President shall set dates and times for Board of Directors meetings. The Board of Directors may have invited guests present at any meeting so long as the Senior Pastor/President has approved it.

The Secretary shall keep an accurate account of the minutes that were discussed at any Board of Directors meeting. He then has to submit them at the next Board of Directors meeting for discussion by the Board of Directors and approval by the Senior Pastor/President. Upon approval by the majority of the Board of Directors, the minutes shall be adopted, and all policy and procedure in them will continue to be enforced.

### **Section 3 Waiver of Notice**

Attendance of a Director at any meeting of the Board of Directors will constitute a waiver of notice of such meeting except where such Director attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

### **Section 4 Meetings by Remote Communications Technology**

Subject to the notice provision in Section 2 of this Article, the Directors may also hold meetings by means of a remote electronic communications system, including video or telephone conferencing technology or the Internet, or any combination, only if each person entitled to participate in the meeting consents to the meeting being held by means of that system, and the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant. Participation in such a meeting shall constitute presence in person at such meeting, except participation for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

### **Section 5 Action by Unanimous Written Consent Without Meeting**

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board of Directors shall individually or collectively consent in writing to such action. Such written consent or

consents shall be filed with the minutes of the proceedings of the Board of Directors. Such action by written consent shall have the same force and effect as the unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Bylaws of this corporation authorize the Directors to so act and such statement shall be prima facie evidence of such authority.

## **Article IX Quorum**

A simple majority of the Board of Directors members (including the Senior Pastor/President) at an official Board of Directors meeting constitutes a quorum.

## **Article X Accountability Board**

The removal of the Senior Pastor/President shall be subject to this article. Until an Accountability Board is established, the removal of the Senior Pastor/President shall be accomplished by a unanimous vote of the board of directors (see Article VI Government). However, after the Accountability Board is established and confirmed by a vote of the Board of Directors, the power to remove the Senior Pastor/President shall be placed entirely within the Accountability Board's authority. After the Accountability Board is established and confirmed by a vote of the Board of Directors it shall be subject to the following:

There shall be an Accountability Board made up of no less than three (3) persons and no more than five (5), who shall serve without remuneration. The Accountability Board shall be made up of individuals nominated by the Senior Pastor/President of the corporation and confirmed by a simple majority of the Board of Directors after careful consideration. (II Timothy 3:16, 17; Acts 15). The Board of Directors shall consider the nominations and vote to have each nomination appointed.

### **Section 1 Purpose**

The purpose of the Accountability Board is to:

1. Provide a spiritual covering by prayerfully giving necessary aid, instruction, guidance, protection and correction as well as counsel, wisdom and fellowship to the Senior Pastor/President (II Timothy 3:16, 17; Acts 15) and,
2. To hear accusations against the Senior Pastor/President of the corporation brought to them by a unanimous vote of the official Board of Directors excluding any disqualified individuals serving on the Board of Directors and make a determination as to whether the Senior Pastor/President has committed any of the infractions listed below.
3. The Board of Directors may call the Accountability Board into session to conduct an investigation and/or dismiss the President if they find him guilty of any of the following accusations against the President:
  - A. Adultery

- B. Embezzlement
- C. Compulsive Lying
- D. Sexual Impurity
- E. Conviction of a felony that is a violation of Scripture
- F. The Senior Pastor/President not acting in the best interest of the church

The Accountability Board will determine if the Senior Pastor/President is guilty or innocent and whether to discipline or dismiss him from office. The Accountability Board is the only entity that has the authority to dismiss the Senior Pastor/President from his position if, after being called into session in accordance with the provisions of this Article and after considering all accusations against him; they determine that it is the best course of action for him and the church. The decision of the Accountability Board is final.

## **Section 2 Structure**

Any Member of the Accountability Board may be replaced or removed at any time deemed necessary by request of the Senior Pastor/President and confirmation of the Board of Directors of the corporation, provided that it not be after the Accountability Board has been called to officially meet in accordance with Section 1 of this Article.

The representative nominated by the Senior Pastor/President and confirmed by the Board of Directors shall chair the Accountability Board.

Future vacancies shall be nominated by the Senior Pastor/President and confirmed by the Board of Directors.

A record of the current and past Members of the Accountability Board shall be kept in a log under the custody of the official Board of Directors. The log shall clearly list the names of each member and the current chairman.

Any successor Senior Pastor/President to the founding or current Senior Pastor/President shall keep the Accountability Board that was in existence at the time he became Senior Pastor. He may, after a six-month period, make nominations for replacements of any or all of the Accountability Board members. When establishing any new Accountability Board member he must follow the procedure set forth in Section 1 of this Article.

## **Section 3 Quorum**

100% of the Accountability Board must be present to constitute a quorum. The Accountability Board may only meet if it has been called to do so with a unanimous vote by the official Board of Directors according to the provisions of this Article.

## **Section 4 Determinations**

Any action taken by the Accountability Board is valid by a unanimous vote.

## **Section 5 Power**

The Accountability Board shall have no innate power or authority as a legal organizational entity, except that which is invested in them by these Bylaws. Their decisions, when called together in accordance with Section 1 of this Article, shall be final.

## **Article XI Ecclesiastical Authority**

This church is theocratic in government. In any growing congregation, there will be people at all stages of spiritual growth and maturity. For that reason, it is not proper to submit the affairs of the church to a democratic vote, for the purpose of the church is not to do the will of the majority, but the will of God.

Any disputes that arise over the interpretation of these Bylaws, doctrine, or matters of faith, shall be deferred to the highest ecclesiastical authority of this church. In this case it would be the Senior Pastor/President, with the advice of the Board of Directors.

In *Watson v. Jones*, the court ruled that: "Whenever the questions of discipline, or of faith, of ecclesiastical rule, custom, or law have been decided by the highest church judicatory to which the matter has been carried, the legal tribunals must accept such decisions as final, and as binding on them . . ."

## **Article XII Mutual Interest**

The behavior of anyone in fellowship with this church is of common interest to the Board of Directors and congregation. (Gal. 6:1) This church requires every member of the Board of Directors and every congregant to adhere to a Lifestyle that is consistent with the doctrines of this church as taught in the Holy Scriptures. Therefore, this church reserves the right to refuse service to any individual that is not submitting their Lifestyle to this Scriptural mode of conduct. This refusal would include services, benefits and any use of church assets.

## **Article XIII Prohibited Activities**

This church is prohibited from engaging in activities which violate its written doctrines. This church is also prohibited from condoning, promoting or allowing any of its assets to be used for activities that violate its written doctrines.

## **Article XIV Founder's Vision**

In establishing effective leadership within church, the vision of the founding Senior Pastor/President will be represented and carried out. It is the responsibility of the founding Senior Pastor/President to clearly articulate to the Board of Directors and the members of the congregation the vision and mission of the church. In the event of retirement, passing, removal, or incapacity of the Founding Senior Pastor/President, his successor shall carry on the vision and mission for the life of the Church.

## **Article XV Ministry of Helps**

To help ensure the protection, security and safety of congregants, guest and volunteers during church functions, this church recognizes the Ministry of Helps. The Board of Directors may establish teams and committees who are trained in the policy and procedures of the church to carry out this ministry.

## **Article XVI Review of Church Records**

### **Section 1 Requests Made by Congregant**

To ensure the trust of the congregants and to also ensure that a public interest is being served, church records and basic financial information may be available for congregational inspection and review. At no time may information be supplied that would violate Section 4 of this Article or Article XVII. Any questions by any congregant shall be addressed to the treasurer either in writing or by scheduled appointment.

### **Section 2 Required Provisions of the Request**

The request must state the name of the individual, the reason for the request and that the information shall in no way be made public or shared with any other congregant in a way that will jeopardize the church.

### **Section 3 Required Fee**

This corporation may require a reasonable per page fee for any copies that are required in order to accommodate approved records requests.

### **Section 4 Confidentiality**

In order to keep the records of the church confidential, records shall not be released to any outside agency, person or entity unless due process has been served and a certified subpoena has been personally delivered. This includes the IRS, except under the provisions of Section 7611 which shall be limited only to information deemed to be relevant to the inquiry being made. At all times the IRS will be expected to comply with all of the provisions of Section 7611.

### **Section 5 Denying a Request**

The Board of Directors reserves the right to deny such a request for any of the following reasons:

1. The request is considered by the Board of Directors and deemed to be frivolous;
2. The individual making the request has a history of being divisive;
3. The individual does not adequately provide the required information on the request as stated in this Article;

4. The person making a request is not a regular attendee or tither.

## **Article XVII Privacy**

This church shall diligently watch to keep private all records concerning polity, doctrine, counseling and information on individuals in fellowship with this church. This church must not disclose any records that may compromise information about a congregant's attendance, status, giving and counseling records.

## **Article XVIII Order**

For the purpose of conducting business, the Senior Pastor/President shall, in an orderly manner, preside over all of the affairs of the corporation.

## **Article XIX Finances**

### **Section 1 Audit**

The Treasurer and or other Board of Directors appointed person shall complete an internal audit. This audit of all financial records shall be made after the close of the calendar year, prior to the end of February.

### **Section 2 Checks, Payments and Withdrawals**

The Board of Directors of The Sanctuary Worship Center Inc. shall adopt a Corporate Expenditures Policy detailing the procedure for properly executing checks, payments and withdrawals.

### **Section 3 Salaries**

All salaries shall be determined in the following manner:

1. A compensation committee shall be formed which will consider each candidate and create a compensation package that shall be forwarded to the Board of Directors for approval.
2. The Board of Directors shall appoint members of the committee.
3. The Board of Directors shall consider the recommendation of the compensation committee and shall vote on the package.

Only uncompensated individuals of the Board of Directors shall vote on any recommended compensation package.

All salaries shall be reviewed each year during the last meeting of the calendar year.



## **Article XX Property Rights**

All property, real or chattel, shall be taken, held, sold, transferred or conveyed in the corporation's name.

No real or chattel property of the corporation shall be sold, leased, mortgaged, or otherwise alienated without authorization of the Senior Pastor/President.

The Senior Pastor/President of the corporation shall certify in such conveyances, leases, or mortgages.

## **Article XXI Dissolution**

In the event that the corporation ceases to exist, all assets of this church shall, at the discretion of the Board of Directors be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the church is then located, exclusively for such purposes or to such church or church, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **Article XXII Ministers of the Gospel**

The Senior Pastor/President of this ministry shall by virtue of his office automatically be recognized as an ordained minister.

### **Section 1 Classes of Ministers**

This ministry shall have a set number of classes of ministers, as set forth below. Each class of minister will have distinct rights and privileges; they are listed below:

#### **Commissioned Minister:**

This recognition is automatically given to all believers in fellowship with this ministry. They are not authorized to perform any sacerdotal services, but primarily assist others in the Body of Christ. Individuals in this category may include, but are not limited to: teachers, worship leaders, instructors, hospital and jail visitation, ministerial assistance, and lay persons.

#### **Minister's Apprentice:**

This recognition is given by the Senior Pastor/President and Vice President of this ministry. This recognition is for those who are starting out in the ministry, but need extensive training. They are to work closely with a licensed or ordained minister. Such persons are not authorized to perform any sacerdotal services.

### **Licensed Minister:**

This recognition is given by the Senior Pastor/President and Vice President of this ministry. This recognition is for those who are somewhat seasoned in the ministry, but need further experience. Many of these are individuals that have been working in their chosen vocation, but for some reason or another have never entered full-time ministry, or have only been in full-time ministry for less than three (3) years. Such persons are authorized to perform the following religious functions:

1. Conduct religious worship
2. Religious instruction
3. Administer communion
4. Provide spiritual counseling
5. Serve on the Board of Directors of a church
6. And other sacerdotal functions including
  - A. Conduct baby dedication ceremonies
  - B. Perform baptisms
  - C. Perform weddings
  - D. Conduct funerals
  - E. Visit the sick and shut-in
  - F. Minister in prisons

However, this person is not in charge of a congregation. Limited authority is granted to run the affairs of the ministry.

### **Ordained Pastor/Minister:**

This recognition is given by the Senior Pastor/President and Vice President to those persons who have an "established" or "proven" ministry. Ordained ministers are authorized to perform all functions of the Christian ministry and religious functions, and must be capable of doing so. Ordained ministers are authorized to perform all religious functions:

1. Conduct religious worship
2. Religious instruction
3. Administer communion
4. Provide spiritual counseling
5. Serve on the Board of Directors of a church

6. Ministry administration
7. And other sacerdotal functions including
  - A. Conduct baby dedication ceremonies
  - B. Perform baptisms
  - C. Perform weddings
  - D. Conduct funerals
  - E. Visit the sick and shut-in
  - F. Minister in prisons

He must be capable, as determined by the Senior Pastor/President and Vice President, to take charge of a congregation.

## **Section 2 Senior Pastor/President's Authority**

The Senior Pastor/President and Vice President of this ministry shall have ecclesiastical authority to decide who, how or if a person will be licensed by this ministry to hold any of the classes mentioned above (Matt. 16:13-19).

## **Article XXIII Indemnification**

This church shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of the church against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

## **Article XXIV Other Considerations**

Anything that has not been discussed in these Bylaws shall be discussed and decided upon at an official Board of Directors meeting.

## **Article XXV Amendments**

Amendments to the Bylaws may be made by a simple majority vote of the official Board of Directors, including the Senior Pastor/President.

These Bylaws adopted on this the 10 day of Septemeber, 2020 make null and void all prior addenda, and these Bylaws supersede and replace all previous Bylaws voted on prior to this day.

Signed and certified, to be effective immediately.

**Victor “Puchi” Colon III**

---

Senior Pastor/President of The Sanctuary Worship Center Inc.

**JoAnn Colón**

---

Secretary of The Sanctuary Worship Center Inc.

**Shannon Countryman**

---

Treasurer of The Sanctuary Worship Center Inc.