

**CARLSBAD COMMUNITY CHURCH
CONSTITUTION AND BY-LAWS
June 4, 2000**

PREAMBLE: This church is incorporated under the Laws of the State of California. This Constitution and these By-laws are adopted in accordance with and subject to the corporation's Articles of Incorporation which have been filed with the Secretary of the State of California.

CONSTITUTION

ARTICLE I – NAME

The name of this church shall be Carlsbad Community Church.

ARTICLE II - OBJECT

The object of this church shall be to make disciples and-unite the followers of Jesus Christ for the purpose of sharing in the worship and service of God, that His will may become dominant in the lives of men in the community and throughout the world as that will -is set forth in the life and teachings, death and resurrection of Jesus Christ.

ARTICLE III - STATEMENT OF FAITH

1. We believe the Bible, consisting of the Old and New Testaments, to be the only inspired, inerrant, infallible, authoritative Word of God written.
2. We believe that there is one God, eternally existent in three persons; Father, Son and Holy Ghost.
3. We believe in the deity of Christ, in His Virgin Birth, in His sinless life, in his miracles, in His vicarious and atoning death through His shed blood, in His bodily resurrection, in His ascension to the right hand of the Father, and in His personal return in power and glory.
4. We believe that for salvation of lost and sinful man regeneration by the Holy Spirit is absolutely essential.
5. We believe in the present ministry of the Holy Spirit by Whose indwelling power and fullness the Christian is enabled to live a godly life in this present, evil world.
6. We believe in the resurrection of both the saved and the lost; they that are saved unto the resurrection of life; and they that are lost unto the resurrection of damnation.
7. We believe in the spiritual unity of all believers in Christ.

ARTICLE IV - STATEMENT OF POLITY (CHURCH GOVERNMENT)

1. We believe that Jesus Christ is the Head of His body, the Church universal, and of each local church.
2. We believe that this local church is in itself a complete church, and therefore, autonomous and possesses all rights and responsibilities of the church by the Holy Spirit as set forth in the Holy Scriptures.
3. We believe that Jesus Christ exercises His authority in this local church by the Holy Spirit and through the Holy Scriptures.
4. We believe that this local church is amenable only to Jesus Christ, and not to any association, conference, counsel, synod or any other ecclesiastical body.
5. We believe that it is proper and beneficial for this local church to seek fellowship and counsel of other such local churches who share our evangelical faith and doctrine.

ARTICLE V - COVENANT OF: MEMBERSHIP

I confess Jesus Christ as my Saviour and Lord, and believe that God has raised Him from the dead; and I do heartily give myself to His service, take His Word as the rule of life and will habitually observe secret prayer and the reading of the Scriptures, earnestly seeking therein the help of the Holy Spirit. I subscribe to the Object, Statement of Faith, and Statement of Polity of this church.

If I am or become the head of a family, I will maintain the worship of God in my home, and endeavor to lead my children to faith in Christ and to the Christian life.

I will attend regularly, as far as Providence permits, the public worship of God on the Lord's Day and such other meetings for worship as the church may appoint, and faithfully observe the ordinance of the Lord's Supper and walk together in brotherly love, with Christian sympathy and kindness, and faithfully admonish and help one another as may be needful.

I will aid as the Lord shall prosper me in supporting a faithful ministry amongst us, and in sending the Gospel to the whole human family; and as I have opportunity, will seek by example and word to lead men to Christ.

I will endeavor to live soberly and righteously and godly in this present world, abstaining from whatever is unbecoming to the Christian character; and as baptism signifies my death to sin and resurrection to holiness, so will I seek to walk in newness of life.

BY-LAWS

ARTICLE I – MEMBERSHIP

SECTION 1: QUALIFICATIONS

Persons who (a) present satisfactory letters of transfer from other churches, or (b) reaffirm their faith, but do not wish to sever their relationship with their church, or (c) make a confession of faith, must complete the prescribed course of instruction by the Minister, be recommended by the Membership Development Ministry Team, be approved by the Board of Elders and publicly accept the covenant of this church, will be accepted-as an "Active Member" or "Associate Member" of this church.

a. YOUTH MEMBERS. Youth who are High School Sophomores (10th grade) or higher are at least 16 years of age who fulfill the qualifications specified above and are recommended by the cognizant Youth Minister will be accepted as a "Youth Member".

SECTION 2: RECEPTION OF MEMBERS AND CATEGORIES OF MEMBERSHIP

Members (including "Youth" members) shall publicly accept the covenant of "membership" and may be received on the first Sunday of any month, or at any other regular service by special arrangement with the minister.

a. ACTIVE MEMBERS. "Active" Members are expected first to be faithful in all the spiritual duties essential to the Christian life, also to attend habitually the services of this church, to give regularly for its support and its charities, and to share in its organized work. This may include persons who wish to continue an existing membership at another church, but pledge to fulfill all requirements of "Active" Membership at this church.

b. ASSOCIATE MEMBERS. "Associate" Members are members of other churches who are with us temporarily and have met membership qualifications or members of our own church who find it necessary to be away for a prolonged period of time. Such members shall render to the church as many of the duties of the Active Member as they are able to perform, and are usually on the mailing-list. Associate Members are not voting members and may not serve as a church officer, board member, or on a Ministry Team, but may serve on a Ministry Action Team.

c. INACTIVE MEMBERS. "Inactive" Members have been either "Active" or "Associate" Members who, due to lengthy inactivity, and for administrative purposes, are so designated. "Inactive" Members are usually not on the mailing lists and are not counted in membership totals and do not have the right to vote.

d. YOUTH MEMBERS. "Youth" members are expected to fulfill all the requirements of an "Active" member specified in Article I, Section 3.a. of these By-Laws. "Youth" Members who are active when they graduate from High School or reach their 18th birthday will automatically become an "Active" Member. Those who are not active will become inactive members and normal follow up will be made by the Membership Development Ministry Team to determine their appropriate status of membership. Youth members do not have the right to vote and may not serve as a church officer, board member, or on a ministry team, but may serve on a Ministry Action Team or Special Committee.

SECTION 3: TERMINATION OF MEMBERSHIP

The continuance of membership shall be subject to the following:

- a. Any member in good and regular standing who desires a letter of transfer and recommendation to any other Evangelical Church is entitled to receive it upon his request. In case of removal to another community, he shall promptly make such a request. This letter shall be valid as a recommendation from its date only for one year, unless renewed, and this restriction shall be stated in the letter.
- b. If a member desires to join a religious body with which this Church is not in fellowship, or which would not receive its letter, the Church may, at his request, give a certificate of good standing to terminate membership.
- c. If a member in good standing requests to be released from his covenant obligations to this Church for reasons which the Board of Elders deem satisfactory, after they shall have patiently and kindly endeavored to secure his 'Continuance in this fellowship, such request may then be granted by the Board of Elders and his membership terminated.
- d. The Elders, after due notice and kindly effort to make such action unnecessary, may redesignate an Active Member as "Associate" or "Inactive" if he or she has been a non-resident or has not worshipped regularly with the Church or has not contributed to its support, if he or she is able, according to the system provided by the Church for the period of one year.
- e. Should any member become an offense to the Church and its good name by reason of persistent breach of his covenant vows, the Church may terminate all form of his membership, but only after faithful efforts have been made to bring such member to repentance and amendment.
- f. The membership of no member shall be altered except upon recommendation by an Elder or Pastor, followed by action of the Board of Elders or by letter granted by Board of Elders.

SECTION 4: RESTORATION

Any person whose membership has been terminated may be restored upon recommendation of the Membership Development Ministry Team, or the Senior Pastor and by agreement of the Board of Elders when evidence of his repentance and reformation (if for an offense) is received or, if on account of continued absence or non-contribution, upon satisfactory explanation.

ARTICLE II – LEADERSHIP

SECTION 1: GENERAL QUALIFICATIONS

a. All pastors, officers, board members and ministry team members shall be in agreement with Articles II, III, IV and V of the Constitution and Article III of these By-Laws. Each pastor, officer, board member and ministry team member shall annually sign the Officers or Staff Covenant.

b. Pastors and Members of the Board of Elders shall have the spiritual qualifications stated in I Timothy 3:1-7 and Titus 1:5-9. Members of the Board of Elders shall be "Active" Members who have previously served on a board, ministry team, or in leadership of a Sunday School class, Growth Group or similar group in this church.

c. Members of Ministry Teams shall, where appropriate to their duties, have qualifications of a Deacon, as stated in I Timothy 3:8-13, and shall annually sign the Officers Covenant contained in Article III of these By-Laws.

d. This church, being autonomous, has the authority to license and ordain ministers of the Gospel of Jesus Christ.

SECTION 2: SENIOR MINISTER

a. QUALIFICATIONS AND DUTIES

The Senior Minister shall be ordained and must subscribe to the accepted statement of belief of this Church. He shall be the spiritual leader of the Church, and with the assistance of the Board of Elders, shall be responsible for its spiritual welfare. He shall seek to enlist men¹ as followers of Christ, preach the Gospel, administer the Sacraments or ordinances in accordance with any Protestant practice approved by the Senior Minister and the Board of Elders; and have under his care all services of public worship.

The Senior Minister shall by virtue of his office be an ex-officio member, without vote, of Board of Elders, all boards, all committees, all ministry teams, and organizations of the Church. He shall work closely with them, and lend his assistance, counsel and inspiration. The Senior Minister shall have charge of the Pastoral Staff, use of facilities and equipment. He shall preside at all meetings of the congregation, except as limited in Article V, Section 7, relating to regular and specially called business meetings.

b. SELECTION

When a vacancy occurs, the Board of Elders shall act as a Search Committee to seek a suitable candidate for the pastorate of this Church, and to present such candidate for acceptance at a regular or special congregational meeting. Acceptance of a candidate shall require a 2/3 vote of those members present and voting at the regular or special congregational meeting.

c. TERM

The term of the pastorate shall be indeterminate. The Board of Elders may recommend a definite term in the case of an interim minister. Such term must be approved by 2/3 of the members attending a congregational meeting at which the interim minister is called.

In case either the Church or the minister wishes to terminate the pastoral relationship, a notice of at least sixty days shall be given, unless it is mutually agreed to terminate the pastorate on shorter notice. Removal of the minister shall not be a subject matter for vote by the members of the Church until the minister shall have been notified in writing by the Chairman of the Church a minimum of three weeks before such intended action, such notice giving the reasons therefore, and until the minister shall have first had opportunity to answer such reasons before a meeting of the Board of Elders.

¹ Men or man represents mankind throughout this document and is not gender specific; therefore, man, men, he, him, or his also means woman, women, she, her, or hers except in cases where both genders are specified.

SECTION 3: OTHER PASTORAL/MINISTERIAL STAFF

a. PASTORAL/MINISTERIAL STAFF

The Pastoral/Ministerial Staff shall consist of Pastors/Ministers, Program Directors and other professional employees who are called to this role by the congregation or the Board of Elders and who are eligible for assignment to an official ministry team and, therefore, are officers of the Church.

b. SELECTION

When there is a vacancy, the Board of Elders shall appoint a Search Committee. Upon their recommendation and with the concurrence of the Senior Minister, the Board of Elders shall: (1) present the Pastoral/Ministerial candidate to the Church for a vote; or (2) present the Pastoral/Ministerial candidate(s) to the appropriate Ministry Team for approval and then to the congregation for a vote; or (3) Present Program Directors, Director of Administration, or other professional candidates to the appropriate ministry team for a recommendation then approved and called by the Board of Elders who will then inform the congregation at the next regular business meeting.

c. STRUCTURAL ORGANIZATION OF PASTORAL/MINISTERIAL STAFF

The Pastoral/Ministerial Staff will be organized by the Board of Elders, in conjunction with the Senior Pastor/Minister, to ensure that each major ministry of the church has a Pastor/Minister or Program Director assigned to facilitate that ministry. The structural organization is based on the Ministry Team Concept with a Pastor/Minister or Program Director and at least one elder assigned to each Ministry Team along with other key lay persons.

d. DUTIES OF DIRECTOR OF ADMINISTRATION

The Director of Administration shall be directly responsible to the Senior Minister. The Director of Administration shall have charge of the administrative and property maintenance staff of the Church and shall conduct the business affairs of the Church, working within established policy guidelines of the Church. The Director of Administration shall work with the Treasurer and appropriate ministry teams and shall be a member of the Administration Ministry Team and an ex officio member, without vote, of the Board of Elders and shall be an advisor to the Personnel Committee.

e. DUTIES OF OTHER PASTORAL STAFF

Other Pastoral Staff are directly responsible for performance of their duties to the Senior Minister and shall have such responsibilities as set forth in the Approved Position Description, or as assigned by the Senior Minister. Each Pastoral Staff member shall be assigned by the Senior Minister to be a pastoral member of a Ministry Team(s) constituted by the Board of Elders. Pastoral Staff Members may be made responsible to other Members of the Pastoral Staff when deemed necessary by the Senior Pastor and the Board of Elders.

SECTION 4: GENERAL OFFICERS

a. CHAIRPERSON

A Chairperson of the Church shall be elected each year from the membership of and by the Board of Elders at their November meeting with the term of office beginning on the following January 1st. The Chairperson shall serve for a term of one year and may not serve more than three full terms in succession. The Chairperson shall preside over the regular and special business meetings of the congregation and of the Board of Elders and serve as Church Corporate President.

b. VICE CHAIRPERSON

A Vice Chairperson of the Church shall be elected each year by the Board of Elders, from among their membership, at the November board meeting with the term of office beginning on the following January 1st. The Vice Chairperson shall serve for a term of one year and may not serve more than three full terms in succession. The Church Vice-Chairman shall serve as Corporate Vice President and in the absence of the Chairperson shall perform the duties of Church Chairperson.

c. CLERK

A Clerk shall be elected each year by the Board of Elders, from among their membership, at the November board meeting. The term of office shall begin on the following January 1st for one year and such person may serve no more than three full terms in succession. The Clerk shall ensure that minutes are kept for the congregational and Board of Elders meetings. The Clerk, supported by the Church staff, shall maintain proper records of church membership and church growth, a file of necessary reports and papers, an official manual of church policy, and shall give notice of all meetings where such notice is required by these By-Laws. Semiannually, the Clerk shall publish a roster of all Ministry Teams. The Clerk will be Corporate Secretary.

d. TREASURER

A treasurer shall be elected by the Board of Elders, from among their membership, at the November board meeting with the term of office beginning on the following January 1st. The Treasurer will be a member of the Administration Ministry Team.

The Treasurer of the Church shall be the custodian of all the funds of the Church, and working with the Director of Administration shall ensure that true and accurate books of account are maintained, which shall be audited annually by a committee appointed by the Board of Elders.

The Treasurer shall ensure that a monthly statement of the revenues and expenditures and current bank balance is prepared and presented to the Administration Ministry Team at their regular meetings, furnish a monthly budget report for the Board of Elders and shall make an annual written report to the congregation.

The Treasurer, or persons designated by him, shall receive all funds of the church and deposit them in a bank approved by the Administration Ministry Team. All receipts shall be accounted for, and all checks on the bank accounts of the Church (except for Missions Funds) shall be signed by any two of the following: the Treasurer, the Director of Administration, a Pastor designated by the Administration Ministry Team, the Chairman of the Administration Ministry Team, the Chairperson of the Church, the Vice Chairperson of the Church, or other church members designated by the Administration Ministry Team.

The Treasurer shall disburse funds only upon vouchers approved by an official of the Church or as established by policy of the Board of Elders or the Administration Ministry Team. The Treasurer is the Corporate Treasurer.

The Missions Ministry Team will disburse the funds specified under the Designated Missions Budget in accordance with accounting practices established by the Administration Ministry Team working with the Church Auditor, Treasurer, and Director of Administration.

SECTION 5: OFFICIAL BOARD

a. COMPOSITION

There shall be one official board which shall report directly to the congregation. The Senior Minister, and the Director of Administration are ex officio members, without vote, of the board. The official Board will be called the Board of Elders, and will be composed of fifteen (15) elected members.

b. TERMS

All members of the Board of Elders shall be elected to three year terms, with one-third of the membership being elected each year. A person can serve only one full term of three years on the Board of Elders and then must remain off the board for at least one year. Term of office shall begin on January 1st.

c. CHAIRPERSON

The Chairperson for the Board of Elders shall have served at least one year on the board. The Board of Elders shall select a Chairperson not later than its November meeting of the preceding term. The Chairperson shall also serve as Chairperson of the Church.

d. RESPONSIBILITIES

The responsibility of the Board of Elders is to give oversight to the Ministry Teams and to formulate and control application of policy. Board members shall serve as active members of Ministry Teams with at least one board member/elder on each ministry team. They do not need to be the Chairperson of the Ministry Team. Ministry team appointments will be made by the Church Chairperson in consultation with the Senior Minister. The Board of Elders shall prepare an annual church budget for presentation to the congregation at its May meeting. Ministry Teams will look to the Board of Elders to advise, coordinate, negotiate and arbitrate within and between ministry teams, or between ministry teams and other leadership regarding unclear, conflicting or new issues. The Board of Elders will meet monthly, or at other times, as needed. Meetings shall begin with a reading of Scripture and prayer and conclude with prayer. Other areas of responsibility are as follows:

1. THE BOARD OF ELDERS shall be responsible for all those functions which have to do with the inner life and nurture of the congregation, including the areas of church membership, church discipline, worship, music, Christian education, pastoral care, lay ministries and other congregational life ministries. The Board of Elders shall provide for the Lord's Supper, and shall designate those who shall care for the poor and sick, using funds set aside for this purpose, which shall be known as the Deacon's/Benevolence Fund. The Board of Elders shall provide for the supply of the pulpit. They shall set the personnel compensation for ministerial staff, music staff and the Director of Administration. The above responsibilities will be carried out through Ministry Teams and Ministry Action Teams where appropriate.
2. THE BOARD OF ELDERS shall be responsible to provide the financial resources needed to support and expand "The Object" and ministry of the Church. Special offerings for fund raising projects shall be subject to the approval of the Board of Elders. The Board will work with the Church Treasurer, Director of Administration, and the Administration Ministry Team to create policies to guide the business affairs of the church. The Administration Ministry Team is entrusted with conducting the business affairs of the church in accordance with established policies and good Christian business practices. The Administration Ministry Team working with the Director of Administration is entrusted with setting appropriate compensation for administrative and plant maintenance personnel.
3. THE BOARD OF ELDERS shall be responsible for all those functions in which the Church is attempting to bring into the membership of the local church or the church worldwide, those who have yet to know Christ, thus including the areas of worldwide missions, finances, personnel and evaluation, church planting and community outreach. The Board of Elders will work through the Missions Ministry Team to accomplish the church's mission's role and responsibilities. Further, the Missions Ministry Team will prepare a separate Faith Promise Missions Program Budget, which is not part of the regular church budget. The Budget will be presented to and approved by the Board of Elders. The Missions Ministry Team shall designate the use of special Missions offerings and shall approve candidates for missionary support.
4. The Board of Elders will approve position descriptions for all pastoral/ministerial, program director, Director of Administration and other professional personnel positions.

5. The Board of Elders shall oversee the Personnel Committee to ensure that fair and equitable personnel policies are established and are set forth in appropriate personnel manuals. When grievances are referred to the Board by the Personnel Committee they will serve principally as negotiators between aggrieved personnel and supervisor.
6. The Board of Elders shall serve as the Church Corporation Board of Directors.
7. The Board of Elders shall provide other coordination as needed.
8. The Board of Elders shall serve as a Search Committee to fill vacancies in Senior Minister, and Pastoral/Ministerial Staff, including the Director of Administration. The Personnel Committee or a Committee appointed by the Board of Elders may be used to conduct preliminary search and screening functions. Review positions as per Article II, Section 2.b. and Section 3.b.
9. The Board of Elders shall guide the short and long-range planning process of the Church, Ministry Teams, and Pastoral Staff. It may appoint planning committees.

SECTION 6: MINISTRY TEAMS

a. MINISTRY TEAMS

The Board of Elders is required to establish Ministry Teams which will carry out the functions and activities involved in assigned areas of ministry. The Board, in establishing a Ministry Team, will define its area of responsibility, request the assignment of a member of the Pastoral/Ministerial Staff as a member of the Ministry Team, and appoint at least one member of the Board as a member of the Ministry Team. The Board appointee will be expected to participate in any Ministry Team task assignment. A Ministry Team shall have maximum freedom for ministry within its assigned ministry and budget. Requests for policy formulation or interpretation will be carried to the Board of Elders by one of the Elders on the Ministry Team. Ministry Action Teams may be appointed by Ministry Teams for each area of assigned ministry. Recommendations for ministry needs and resources as well as requests for policy formulation will be forwarded from Ministry Action Team to the Ministry Team and then on to the Board of Elders for action if necessary.

b. MINISTRY TEAMMEMBERSHIP

Anyone person should not normally serve on more than one Ministry Team at a time, and should not normally serve more than three consecutive years on the same Ministry Team. All Ministry Teams shall be reaffirmed and Ministry Team members appointed annually by specific Board action. Members of Ministry Teams shall annually sign the Officers Covenant contained in Article III of these By-Laws.

c. MINISTRY ACTION TEAMS

Ministry Teams are authorized to appoint Ministry Action Teams as needed for efficient execution of their areas of responsibility. However, no Ministry Team or Ministry Action Team shall be formed that is not responsible, either directly or indirectly, to the Board of Elders.

d. MINISTRY TEAM RESPONSIBILITIES

The Ministry Teams will recruit, train, and guide personnel, and provide the resources for each ministry assigned to them. They may use Ministry Action Teams to perform the actual ministry. Ministry Action Teams will make recommendations, requests, and reports to the Ministry Team. The Ministry Team will make recommendations, requests and reports to the Senior Pastor/Minister through the Pastor/Minister member(s) and to the Board of Elders through the Elder member(s).

1. THE MISSIONS MINISTRY TEAM is responsible for all those functions in which the Church is attempting to bring into the membership of the church worldwide, those who have yet to know Christ, thus including the areas of worldwide missions, finances, personnel and evaluation, church planting and outreach into other local cultures. Further, they will prepare a separate Faith Promise Missions Program Budget, which is not part of the regular church budget. The overall budget will be approved by the Board of Elders. The Missions Ministry Team shall designate the use of special Missions offerings. They shall approve candidates for missionary support.

(a) The Missions Treasurer, or persons designated by him with the concurrence of the Chairman of the Missions Ministry Team, will administer the distribution of funds which are part of the designated missions giving program. All receipts will be accounted for and all checks issued shall be signed by any two of the following: Missions Treasurer, Director of Administration, or Chairman of the Missions Ministry Team or his designee. The Missions Treasurer shall ensure a statement of revenues and expenditures and current bank balances is issued to the Administration Ministry Team and the Missions Ministry Team monthly and to the Congregation Annually at the May meeting for the Missions Faith Promise Budget's previous Fiscal Year from April through March. The books of account shall be audited on a regular basis in conjunction with the general accounting of our Church finances.

2. THE ADMINISTRATION MINISTRY TEAM shall be responsible to the Board of Elders for financial management, administrative management, plant management, and property maintenance management needed to support and expand "The Object" and ministry of the Church. Financial responsibilities shall include establishing various programs of giving: including tithing, estate planning, trusts, and endowments. Special offerings for fund raising projects shall be subject to the approval of the Board of Elders. The Team shall be responsible for coordinating the annual financial planning process per Article N, Section 4. The Team will work with both the Church Treasurer and Director of Administration to create policies to guide the business affairs of the church. The Administration Ministry Team is entrusted with all functions related to the maintenance of real and personal property. The Administration Ministry Team, working with the Director of Administration, are entrusted with recommending appropriate compensation for administrative and plant maintenance personnel. They shall maintain a Manual of Current Church Policies.

3. Other Ministry Teams responsibilities and duties will be developed, written and kept separately from these By-Laws.

SECTION 7: PERSONNEL COMMITTEE

The Personnel Committee shall be responsible to the Board of Elders to oversee all personnel matters.

a. DUTIES

In conjunction with the Administration Ministry Team, evaluate any changes in employee benefits and the employee policy manual.

Ensure that job descriptions exist for pastoral and staff positions. Develop grievance procedures, hear and mediate grievances. Ensure that evaluation procedures exist and are implemented.

b. MEMBERSHIP

Member qualities desired: Integrity, compassion, knowledge and experience, sense of fairness, objectivity, experience on a board or ministry team.

Made up of four (4) people, appointed by the Board of Elders, who rotate, each serving four (4) years.

SECTION 8: CHURCH CORPORATION

a. PURPOSE

Primarily to fulfill legal and governmental requirements regarding tax and liability law and to provide titled officers and directors for use as required in the course of doing corporate business.

b. SELECTION OF OFFICERS

The Church Corporate Officers: President, Vice President, Treasurer and Secretary are filled by the Church's Chairperson, Vice Chairperson, Church Treasurer and Clerk, respectively. Further, the Church Corporation's Board of Directors consists of the Board of Elders members whose voting or non-voting status is carried with them to the Corporate Board.

c. RESPONSIBILITY

The Board of Directors and Corporate Officers have charge of the Charter and Seal of the Corporation and matters related to maintaining the church's corporate status. The Board of Directors and Corporate Officers may request the aid of the church Director of Administration and hire professional services in carrying out these responsibilities. They will have a budgeted line item on the Church Budget for this purpose and will advise the Administration Ministry Team of the amount to be budgeted annually.

d. AUTHORITY

The Corporate Officers' authority to act must be approved by the Board of Directors or congregational meeting on an "as needed" basis, or annually as is appropriate for the particular need.

The Corporate Board of Directors' authority is limited to that which is already congregationally approved for the Board of Elders, Board of Directors, or Corporate Officers.

The Congregation's voting members are the voting shareholders of the Corporation who, through acceptance of this Constitution and these By-laws instruct the Corporate Board of Directors and officers to follow them and also the Articles of Incorporation which have been filed with the Secretary of the State of California. Therefore, final authority within the Corporation rests with the voting members in accordance with these By-Laws.

SECTION 9: NOMINATING COMMITTEE

- a. There shall be a Nominating Committee composed of three members from the Board of Elders, three members from the congregation at large, and the Senior Minister, or his representative, who shall be an ex officio member, without vote.
- b. The three members representing the Board of Elders shall be nominated by the Board of Elders from among its members. The members from the congregation at large shall be nominated by the Senior Minister. All members nominated shall be confirmed by the congregation at its May meeting. It shall be the responsibility of the retiring Nominating Committee to obtain the names of those nominated in time for posting before the congregation two weeks before the date on which they are to be confirmed by the congregation.
- c. No selected member of the Nominating Committee shall serve more than two full one-year terms in succession.
- d. The Nominating Committee shall seek out individuals who have spiritual gifts and qualifications stated in I Timothy 3:1-7 and Article II, Section 1 of these By-Laws which are commensurate with service on the Board of Elders and who have sensed God's call in their lives for service.
- e. The Nominating Committee shall develop the slate of candidates for the Board of Elders and shall receive nominations from the Board of Elders and Senior Minister for the Nominating Committee for the coming year. It shall obtain signed Covenant of Commitments from all persons nominated. The Nominating Committee shall present the slate of nominees in writing to the congregation two weeks prior to the date of election. The Committee shall serve year round to find and nominate persons to fill vacancies as they occur.

SECTION 10: ELECTION

Members of the Board of Elders shall be elected at the November congregational meeting. All elections shall be determined by a majority vote of the votes cast. In case of vacancy, the Nominating Committee shall nominate a replacement to be voted upon at a congregational meeting. All members of Ministry Teams shall be published at the May Congregational Meeting.

ARTICLE III - STATEMENT OF OFFICERS, STAFF, MINISTRY TEAMS, AND SUNDAY SCHOOL TEACHERS

SECTION 1: OFFICERS, MINISTRY TEAM MEMBERS AND SUNDAY SCHOOL TEACHERS

All candidates for church office shall, when they accept the invitation of the Nominating Committee, sign the following Covenant of Commitment, and each of these officers, all members of Ministry Teams, and all Sunday School Teachers, shall at the beginning of every year that they serve, sign this Covenant of Commitment.

It shall be the duty of the Nominating Committee to secure the signed covenants of those who are recommended for office and of the Church Clerk to secure the same from all others from whom it is required holding over in office. If any person is unable to sign the Covenant, that person shall not be considered by the Nominating Committee and if any persons named above shall become unable to subscribe, that person shall withdraw from office.

LAYPERSONS COVENANT OF COMMITMENT

"Realizing the sacred privilege and responsibility of serving Christ in the Carlsbad Community Church, I, without mental reservation, declare that:

1. I believe the Bible, consisting of the Old and New Testaments, to be the only inspired, inerrant, infallible, authoritative Word of God written.
2. I believe that there is one God, eternally existent in three persons; Father, Son and Holy Spirit.
3. I believe in the deity of Christ, in His Virgin Birth, in His sinless life, in His miracles, in His vicarious and *atoning* death through His shed blood, in His bodily resurrection, in His ascension to the right hand of the Father, and in His personal return in power and glory.
4. I believe that for salvation of lost and sinful man regeneration by the Holy Spirit is absolutely essential.
5. I believe in the present ministry of the Holy Spirit by Whose indwelling power and fullness the Christian is enabled to live a godly life in this present, evil world.
6. I believe in the resurrection of both. the saved and the lost; they that are saved unto the resurrection of life; and they that are lost unto the resurrection of damnation.
7. I believe in the spiritual unity of all believers in Christ.

Freely admitting my own weakness, and yet believing that "I can do all things through Christ, who strengthens me," I will:

1. Surrender my life so as to advance the cause (or work) of Christ.
2. Faithfully perform the duties of the position that I accept in the Church.
3. Seek training which will increase the effectiveness of my service and help develop higher standards of performance for the Church.
4. Contribute regularly to the financial support of the Church.
5. Faithfully attend the worship services of the Church.
6. Earnestly pray and work for unity and harmony in the Church."

SECTION 2: PASTORAL STAFF AND PERMANENT CHURCH EMPLOYEES:

All candidates for church pastoral and office staff shall, prior to being hired by the church sign the following Covenant of Commitment and shall at the beginning of every year that they are employed by the church sign this Covenant.

It shall be the duty of the Board of Elders to secure the signed covenants of those who are recommended for pastoral/ministerial and office staff. If any person is unable to sign the Covenant, that person shall be considered to have resigned from employment by Carlsbad Community Church because of a lack of unity with and commitment to the doctrine which is at the heart of the church.

STAFF COVENANT OF COMMITMENT

"Realizing the sacred privilege and responsibility of serving Christ in the Carlsbad Community Church, I, without mental reservation, declare that:

1. I believe the Bible, consisting of the Old and New Testaments, to be the only inspired, inerrant, infallible, authoritative Word of God written.
2. I believe that there is one God, eternally existent in three persons; Father, Son and Holy Spirit.
3. I believe in the deity of Christ, in His Virgin Birth, in His sinless life, in his miracles, in His vicarious and *atonement*. death through His shed blood, in His bodily resurrection, in His ascension to the right hand of the Father, and in His personal return in power and glory.
4. I believe that for salvation of lost and sinful man regeneration by the Holy Spirit is absolutely essential.
5. I believe in the present ministry of the Holy Spirit by Whose indwelling power and fullness the Christian is enabled to live a godly life in this present, evil world.
6. I believe in the resurrection of both the saved and the lost; they that are saved unto the resurrection of life; and they that are lost unto the resurrection of damnation.
7. I believe in the spiritual unity of all believers in Christ.

ARTICLE IV – ORGANIZATION

SECTION 1: POLICY FORMATION

The Board of Elders shall have the power to formulate and annunciate policies that are to guide the activities of the Church. Such policies shall be entered by the Clerk into the Policy Manual of the Church which shall be available for examination by any member.

SECTION 2: BOARD AND MINISTRY TEAM ROSTER

A roster, published by the Clerk semi-annually, shall list all officers and the membership of: the Board of Elders, Ministry Teams, Ministry Action Teams, and Committees.

SECTION 3: PLANNING PROCESS

The Senior Minister shall present at the February meeting a Statement of Vision, which shall be a result of interaction among the Board of Elders, Ministry Teams and the Pastoral Staff.

SECTION 4: BUDGET

The annual financial planning process, which is coordinated by the Administration Ministry Team, will reflect the direction of the planning and ministry programs reported to the congregation. Priority shall be given to effective on-going programs. The budget shall be for the next fiscal year, July through June.

SECTION 5: INPUT TO MINISTRY TEAMS AND THE BOARD OF ELDERS

New programs, ideas or suggestions for changes in existing policies may be made by any member of the church who may transmit this suggestion in writing, either directly to the appropriate Ministry Action Team, Ministry Team, Board of Elders, or committee, or if in doubt as to where it should go, to the Church Chairperson.

ARTICLE V - CONGREGATIONAL: MEETING

SECTION 1

Meeting for worship and public services shall be held on Sunday, and on some regular evenings each week.

SECTION 2

The Lord's Supper shall be celebrated at such regular dates as the Board of Elders may from time to time determine, but not less than 12 times a year.

SECTION 3

Occasional evangelistic or other worship services may be appointed by the Senior Minister in agreement with the Board of Elders.

SECTION 4

At any of the regular meetings of worship, the church may, without special notice, act upon resignations of officers, upon nominations by the Nominating Committee to fill vacancies, upon reception of new members, and to request that a council be formed for the ordination of a member considered qualified, but not upon other business.

SECTION 5

There shall be three regular business meetings of the church held each year: in November for the election of elders and to receive Ministry and Financial Reports from the previous church year; in February for the Senior Minister's Statement of Vision; and in May for the adoption of the annual budget for the following fiscal year. All other business may be transacted in these meetings, except that business which by these By-Laws require special notice or call. The date and time of the regular business meetings shall be set by the Board of Elders and communicated in the call issued by the Church Clerk.

SECTION 6: SPECIAL MEETINGS

The Chairman of the Church or the Senior Minister may and shall, when requested by the Board of Elders, call special business meetings. Special meetings of the Church shall also be called by the Clerk upon the written application of 25 members entitled to vote, specifying the purpose thereof. Except as otherwise provided in these By-Laws, notice of all special meetings shall be read at the regular morning worship services on each of the two Sundays next preceding the day fixed for such meeting. The purpose of the Special Business Meeting shall be stated in the notice or shall be made available for distribution to the members in writing in the narthex of the sanctuary, and the worship center and reference thereto shall be made in the notice.

SECTION 7: PRESIDING OFFICER/MODERATOR

The Chairman of the Church, or in the Chair's absence, the Vice-Chairman, or on their unavailability, an individual designated by the Board of Elders, shall preside at the regular meetings and at all specially called business meetings of the Church. The Senior Minister, or his designee, shall preside at all other meetings and worship services of the Church.

SECTION 8: QUORUM

A quorum for the transaction of business at any business meeting of the Church shall be 10% of qualified voters. "Robert's Rules of Order" are hereby adopted for the governing of all business procedures, except as otherwise provided in these By-Laws.

ARTICLE VI – DISCIPLINE

SECTION 1

Should any unhappy differences arise between members, the aggrieved member or members shall follow, in a tender spirit, the rules given by our Lord in the eighteenth Chapter of Matthew.

SECTION 2

Should any case of gross breach of Covenant occur, the Board of Elders shall appoint a committee to endeavor to remove the offense, and if such efforts fail, report the offense back to the Board of Elders. Should this breach involve the Pastoral and Program Staff, or Administration Staff, the matter may be referred to the Personnel Committee, if appropriate, who shall endeavor to resolve or remove the offense and if such efforts fail; report the offense back to the Board of Elders.

SECTION 3

If the Board of Elders votes to entertain a complaint, it must be in writing. The Board of Elders shall appoint a reasonable time and place of hearing and notify the person, or persons in question thereof, furnishing him or her with a copy of the charge.

SECTION 4

At such hearing the accused member or members may call to his or her aid any member of the Church as counsel. If he shall not present himself at the time appointed, or give a satisfactory reason for his neglect to do so, the Board of Elders may proceed in his/her absence.

SECTION 5

All such proceedings shall be pervaded by a spirit of Christian kindness and forbearance. Should an adverse decision be reached, the Board of Elders may proceed to admonish or to declare the offender to be no longer in the membership of the Church.

SECTION 6

In case of grave difficulty, the Board of Elders will be ready, if requested, to ask advice of a mutual council.

ARTICLE VII – AMENDMENTS

These By-Laws may be amended by a two-thirds vote of the Active Members present and voting at any Regular Business Meeting of the Church, or at a business meeting specifically called for that purpose. In both instances, the proposed amendment shall be inserted in a meeting call which shall be made at least one week in advance of said meeting. By "call" is understood: (1) public announcement and reading of the amendment from the pulpit at a Lord's Day service, or (2) posting of at least four copies of the proposed amendment in prominent places within the Church campus, and public reference thereto being made from the pulpit at the Lord's Day service.

No change shall be made in the Constitution except at a Regular Business Meeting and by a three-fourths vote of the Active Members present and voting, said proposal having been laid before the Church in writing at a business meeting at least one month before the time of the proposed action and read from the pulpit on the Lord's Day at least one week before the meeting.

ARTICLE VIII - RESERVED AND DELEGATED POWERS

SECTION 1: RESERVED POWERS

Government of this church is vested in its members. Except as otherwise provided in these By-Laws or by congregational action, all powers not expressly delegated are reserved to the congregation, including the following:

- a. Call of the Senior Minister or of any person to the Pastoral Staff as defined more fully in Article II of these By-Laws;
- b. Amendment of the Articles of Incorporation in accordance with the law;
- c. Amendment of these By-Laws in accordance with the provision for amendment stated elsewhere herein;
- d. Purchase or lease (as Lessee) of any real property;
- e. Sale, other transfer, lease (as Lessor), or encumbrance of any real property, except property not used in the conduct of religious activities of the Church;
- f. Adoption and amendment of an annual budget;
- g. Construction or demolition of any permanent building used in the conduct of religious activities of the Church;
- h. Election of Officers and Boards provided for in Article II of these By-laws;
- i. Review and modification at a congregational meeting, duly called and noticed for that purpose, of the action of the Board of Elders, or any Ministry Team, Committee, or Ministry Action Team upon the written request of 25 members filed with the Church Clerk.

SECTION 2: DELEGATED POWERS

The Board of Elders, Committees, Ministry Teams, Ministry Action Teams and Officers shall have those powers provided elsewhere in these By-laws and such other authority as the congregation may from time to time delegate to them.