

Bylaws of
The Church of the Living God, Northern Virginia
(Full Gospel Ministries) Inc.

ARTICLE I

Offices

The principle office of the corporation, hereinafter referred to as the “Church”, shall be located at the address set forth in the Articles of Incorporation. The Church may have such other offices, either within or without the State of Incorporation, as the Board of Directors may determine from time to time.

Article II
Tenets of Faith and Doctrine

TENETS OF FAITH

WE ARE PERSUADED THAT THESE TENETS OF FAITH ARE CONSISTENT WITH TRUTH AND SET FORTH IN ORDER A DECLARATION OF THOSE THINGS WHICH ARE MOST SURELY BELIEVED AMOUNG US (i.e. that we all speak the same thing—1Cor. 1:10).

A. THE HOLY SCRIPTURES:

We believe the bible to be the inspired and the only infallible and authoritative Word of God. (2nd Pe. 1:20-21, Heb. 1: 1-2, 2nd Tim.3:16).

B. THE TRINITY:

We believe there is one God, eternally existent in three persons: God the Father, God the son and God the Holy Ghost (1 Co. 8: 6, Ep. 4: 6, Mat. 28:19; John 1: 10-14, Luke 1:30-35, John 8: 14-42, John 14:6-11, John 14:16,17, John 8:58, John 5:7, Col 1: 15-19, Rev. 1: 17,18 & John 17:7).

C. DEITY OF CHRIST:

1. We believe in the deity of our Lord Jesus Christ (Is. 9:6, Jn 1:1, Jn 1:12-14, John 8:14-24, 42);
2. We believe in His Virgin birth; (Is. 7:14, Mat 1:23, Lk 1:26-35, Mat 1:18-25, Lk 1:39-46 “...that the testimony is true” Jn 8:17-31)
3. We believe in his sinless life (2Co.5:21, Heb 2:17,18)
4. We believe in miracles (Act 10:38, Jn 11:47)
5. We believe in His vicarious and atoning death (1Pe 2:24, Is 53:5-7);
6. We believe in His bodily resurrection (1Co. 15:4, Rom 4:25, Lk 24:13-48, Acts 10: 39-41)
7. We believe in His ascension to the right hand of the Father (Mk 16:19, Lk 24:51 “went back to where He came out of” Gen 2: 7, lk 16: 19-23, Jn 4:24, Jn 3:13, Jn 17:5)
8. We believe to His personal future return to this earth on power and glory to rule a thousand years (Re. 20: 4, Jn. 14:1-3, Ac. 1: 11-12).

D. SALVATION:

1. We believe that the only means of being cleansed from sin is repentance and faith in the precious blood of Christ (He. 10: 29, 13: 13; Mat. 26: 28; Heb. 9:22).
2. We believe that regeneration by the Holy Spirit is absolutely essential for personal salvation (Jn. 3: 5,6; Jn 1: 13, Eph 5:26, Gal 1:16).

3. We believe in the sanctifying Power of the Holy Spirit by whose in dwelling the Christian is enabled to live a Holy life (Ro. 15:16, 1 Pe. 1:2 "...In dwelling" Jn.14: 17).
- E. **DIVINE HEALING:**
We believe that the redemptive work of Christ on the cross provides healing of the human body in answer to believing prayer (Is. 53:5; 1Pe. 2:24 (...Slain before...) Rev. 13:8).
 - F. **BAPTISM IN THE HOLY SPIRIT:**
We believe that the baptism in the Holy Spirit according to Acts 2:4 is given to believers who ask for it (Mat.7: 7-8, Lk. 11: 9-13, Mk. 9: 23).
 - G. **HEAVEN AND HELL:**
We believe in the resurrection of both the saved and the lost, the one to everlasting life, and the other everlasting damnation in Hell (Rev. 20:12-15, 1 Co. 15: 51-52, Heb.9:27).

AUTHORITY OF THE TENETS OF FAITH:

The tenets of faith as listed above do not exhaust the extent of our faith. The Bible itself is the sole and final source of all that we believe. We do believe, however, that the foregoing tenets of faith accurately represent the teaching of the Bible, and are therefore, binding upon all members. All literature used in the Church shall be in complete agreement with the tenets of faith.

ARTICLE III

Membership

Section 1. Classes of Members

The membership of the Church shall be two (2) classes of membership: members of the congregation (nonvoting, except as provided in Article Five) and Presbytery Board members (voting).

Section 2. Election of Members of the Congregation

Membership of The Church of the Living God (FGM), Inc. shall be open to all who have accepted Jesus Christ as their personal Lord and Savior. The Church shall also recognize Associate membership (i.e. those who are temporarily in other locations but desire to maintain membership).

Church Membership

Requirements: In order to be entitled to membership in The Church of the Living God (FGM), Inc., a person shall satisfy the following requirements:

1. Show evidence of a born-again experience and a Christian life;
2. Subscribe and adhere to the "Declaration of Articles of Faith; and
3. Agree to comply with the Constitution and Bylaws of the Church.
4. Complete the Church's Foundational Class and the New Membership Class.

Application: A person desiring to become a member of the Church of the Living God (FGM), Inc. Shall:

1. Have a certificate of completion of Foundation and New Membership Classes;
2. Fill out and sign the church membership application from prescribed by the Presbytery Board.
3. Be approved by the Pastor upon the recommendation of the teachers in charge of the classes; and
4. Be accepted into the church membership at a church service.

Voting: In order to be considered active and in “good standing” and entitled to vote, a member in the current year shall have prior to voting:

1. Signed the membership form;
 2. Contributed to the support of church; in tithes and regularly attended church services, if they were physically able.
5. **Service.** Members should serve the Church by faithfulness in fellowship, perseverance in prayer, generosity in giving, diligence in missions, dedication in devotion, readiness in responsibility, with the objective of always working in the best interest of their church.
6. **Responsibilities:** Members in good standing shall be entitled to:
1. Participate in all church activities; with respect to members 18 years of age or older, vote on all matters with respect to which a vote of members of the church is authorized
 2. Serve the Church in any capacity to which appointed or elected;
 3. Attend Church of the Living God (FGM), Inc. meetings open to members; and
 4. Attend Church of the Living God (FGM), Inc. Conventions.
7. **Transfer of Membership.** A member of The Church of the Living God (FGM), Inc. who desires to transfer membership to another The Church of the Living God shall be entitled to receive a letter of transfer signed by the Pastor and countersigned by the Secretary of Church from which a transfer is desired.
8. **Dismissal.** A member of The Church of the Living God (FGM), Inc. following a hearing before the Presbytery Board, may be dismissed from membership by written notice from the Presbytery Board if found to be in violation of any of the following:
1. Willful or negligent failure or refusal to comply with the provisions of the Church Constitution and Bylaws;
 2. Willful or negligent unchristian or unscriptural conduct;
 3. Acting contrary to the best interests of the church; or
 4. Causing dissension or conspiring to divide the church.
9. **Marriage**
1. Marriage is a relationship ordained and blessed by God and a symbol of the relation between Christ and His Church. It should, therefore, be entered into with a great deal of care and prayerful reliance on the Lord for guidance.
 2. A valid marriage consists in the consent before witnesses of a man and a woman who are competent to marry (according to the laws of the country) and to live permanently one with another as husband and wife.
 3. Christian marriage is defined as a life-long partnership of one man and one woman (excluding all others) in mutual fidelity, respect, trust and service and in joint effort to establish and maintain a household of which Christ is the head. Blessing in Church is the Church’s way of ensuring that Her members acknowledge the Christian conception of marriage and vow to live by it.
 4. Although in all human societies marriage is controlled by custom and may be modified by state legislature, the Church has the right to lay down regulations for its members which when complied with, enables the Church to solemnize the relationship.
10. **Dedication of Children and their up-bringing**

1. The Church shall not practice infant baptism. The Church believes that a child/baby cannot give a public evidence of conversion.
2. Children/babies shall rather be dedicated unto the Lord by the Pastor in charge at the request of their parents. (Luke 2:22).
3. For a child to qualify for dedication in the local Church, at least one parent must be a member of the Church.
4. Children being a heritage of the Lord given to parents in trust, it should be the aim of Christian parents to bring them up in the fear of the Lord, creating for them a home environment conducive to a balanced and sound development of the mind, soul and spirit.

11. Burial and funeral service for members

1. The church shall faithfully perform its due responsibilities in the event of the death of a member.
2. After due considerations with the deceased member's family, the Church shall:
 - i. Attend the wake-keeping, if any.
 - ii. Conduct the funeral and burial services.
 - iii. Give funeral donation to the deceased's family.
3. A thanksgiving service may be held at the discretion of the Pastor in charge of the Local Assembly.
4. The Church shall not be privy to the observance of superstitious customs, necromancy, fetish rituals, pouring of libation, and widowhood rites, as part of funeral celebrations.
5. The Local Assembly shall be at liberty to develop its own acceptable customs and practices.

12. Care of Widows and Orphans

The Church has the obligation of treating widows and orphans with love and sympathy, not forgetting that God Himself is the "Father of the fatherless".

ACTIVE MEMBER COVENANT

Having been led, as we believe, by the Spirit of God to receive the Lord Jesus Christ as our Savior, and on profession of our faith; having been baptized in the name of our Father, and of the Son, and of the Holy Spirit, we do now, in the presence of God, and this assembly, most solemnly and joyfully enter into covenant with one another, as one body in Christ to shoulder the following responsibilities.

I pledge to my Lord and Savior Jesus Christ and to His Holy Church

- 1) To love the Lord God with all my heart, my mind, soul, and strength and to love my neighbor as myself (Mk. 12: 28-31; 1 Co. 13: 1-13; Ro. 13: 8-10).
- 2) To hold fast to the profession of faith (He. 10: 23).
- 3) To conduct myself in a manner that affirms my personal salvation and adorns the doctrine of Christ (Ep. 4: 1-3; 5: 1-6; Ro. 2: 17-24; 1 Jn. 2: 3-6; Tit 2: 10; Phil. 2: 27).
- 4) Not to willingly forsake the assembling of myself from the local church where God set (placed) me as a member (1 Co. 12: 18). To do so would constitute a sin (He. 10: 25-31).
- 5) To be a witness to unbelievers of the reality of Jesus Christ (Ac. 1: 8; 1 Th. 4: 11-13; Ro. 10: 9-10).
- 6) To show Christ-like care to fellow believers (1 Jn. 3: 20; Ga. 6: 1, 2; Ro. 15:1-6; Mt. 25: 3, 11-46; Phil. 2: 1-13).
- 7) To willingly and cheerfully support my local church with my tithes, offerings, sacrificial giving, (ministry service, gifts, and prayers Mal. 3: 8-10; 1 Co. 9: 6-13; Ro. 12: 1, 2; 1 Pe. 4: 10; 2 Ti. 2: 1-4).
- 8) Not to jeopardize my spiritual life, blessings, or church membership by active or passive (listening) participation in abominable sins the Lord reportedly hates (Pr. 6: 16-19).
- 9) Not to partake of pre-marital sexual relations including fornication and adultery. Should I partake of these sins, I hereby disqualify myself for a traditional wedding at the C.L.G.

Additionally, in the event of pre-marital sexual relations, I do hereby agree to relinquish my ministry duties until such time as the church leadership (elders) deem appropriate. Finally, in the event that the person I am involved with (if she is a member of the C.L.G) becomes pregnant, I will be willing to give an apology to the entire body of believers at the C.L.G.

- 10) To be submissive to the Body of Christ and particularly to those in authority over me in the Lord by doing what is scripturally asked of me without murmuring, hypocrisy, or slothfulness (He. 13: 7, 15; Phil. 2: 4).
- 11) To be faithful to Tuesday night pastoral teaching and Sunday morning worship services at the C.L.G. except in the case of work, sickness, family emergency, vacation, and school activities or hazardous weather. Outside of these cases, it is between Jesus and me.

NOTE: Any member missing three consecutive months of Sunday or Tuesday and Thursday services without notice can be dropped from the membership roll without written notice and will disqualify themselves from church benefits and assistance (i.e. funeral, wedding, emergency aid, hospitality, spiritual covering against satanic oppression: watch/guard yourself against this Eph. 6: 1-10).

Also, any sanctuary service ministry member missing Tuesday night pastoral teaching without a valid reason (see above) will not qualify to minister the upcoming Sunday service.

The pastor/leaders should be informed of any one else's reason for long-term absenteeism, and in the case of sickness, one must call for the elders and visitation will be done (Ja. 5: 14).

- 12) To submit to biblically prescribed correction from the church's eldership when my relationship to the local church, fellow believers, or unsaved members is questionable or contrary to scriptural commands or sound doctrine (Mt. 18: 15-20; 1 Co. 5: 9-13; 2 Co. 6: 14-18; 1 Ti. 1: 8-11; 2 Ti. 3: 16, 17).
- 13) To encourage and enlist the full support of other fellow believers by personal example to the vision and purpose of this ministry as communicated by the senior pastor by whatever scriptural means necessary so long as the vision, purpose, and plans of this church does not conflict or compromise the eternal purpose of the Lord Jesus Christ (He. 10: 23, 24; Ro. 15: 5, 6; Phil. 1: 27, 28; Mt. 16: 18; Mt. 28:18-20; Mk. 16:15-20).
- 14) Not to receive an accusation against a brother or sister in the Lord without them being present before the accuser (2 Co. 13: 1, Mt. 18: 15-20; Pr. 18: 17 (reference Living Bible); 1 Ti. 5: 19, 20).
- 15) To honor the Lord Jesus Christ through the keeping of Holy Communion on the first Sunday of each month when it is within my control to do so (Ja. 4: 17; 1 Co. 11: 23-32 *Notice the consequences for showing contempt towards the Lord's Supper).
- 16) To place my commitment to my home church in terms of attendance, service, or giving above all other outside ministries (Ga. 6: 10, 1 Ti. 5: 19, 20).
- 17) To strive to live according to the Holy Spirit's desire and not yield to the dictates of the flesh (Ro. 8: 1-7; Ga. 5: 22-26; Ep. 5: 17-20).

Members Privileges:

1. Leadership Care: The members will receive the benefits of Pastoral concern and care from the elders, deacons and all other ministries provided by the Church. (i.e. Baby Naming, Funerals, Wedding, and the use of the church facilities etc.)
2. Voting privileges at Administrative Board meetings shall be limited to bona fide members (tithe paying members).

Members not in good standing: members will be considered not in good standing for the following reasons:

1. Consecutive absence for three or more months willfully.
2. Inconsistent tithing.

3. Refusing reconciliation.
4. Disregarding spiritual authority.
5. Willful departure from Bible doctrine.

Section 4: Termination of Membership

The Presbytery Board, by affirmative vote of two-thirds (2/3) of all the members of the Board, may suspend or expel a member of the congregation for cause after an appropriate hearing.

Section 5: Resignation

Any member of the congregation may resign by filing a written resignation with the secretary.

Section 6: Reinstatement

On written request signed by a former member of the congregation and filed with the secretary, the Presbytery Board, by affirmative vote of two-thirds (2/3) of the members of the Board, may reinstate such former member of the congregation to membership of the congregation on such terms as the Presbytery Board may deem appropriate.

Section 7: Transfer of Membership

1. Membership in the congregation of the Church is not transferable unless the church member receives a written letter of transfer signed by the Pastor and countersigned by the Secretary of Church from which a transfer is desired. (See Section 2.7)
2. Membership in the congregation is not assignable.

Section 8: Regular Religious Services

The member of the congregation shall meet for regular religious services. The day of the week and time for each regular religious service shall be established by the Presbytery Board.

Section 9: Schools and Seminars

Instruction in the Word of God shall be provided at schools and seminars for members and non-members of the congregation. Private Christian education for the body may also be provided.

Section 10: Code of Discipline

- a) Cooperative action: The members of the congregation of the Church shall give consent to its forms of government, together with the past policy of fundamental unity and agreement, alike in doctrine, conduct and action and shall conform to the Scriptural injunctions that there be no division in the body. They shall be subject to the Presbytery Board as the Word of God plainly teaches, that the principles of Christian fellowship may be kept inviolate and perpetuated, recognizing its fundamental importance.
- b) Attitude Toward Strife: Inasmuch as no Christian institution can comply with the plain teaching of Scripture unless unity and harmony predominate within its circle, no member of the congregation may use means to incite or engender strife, but shall work in harmony with the other members of the congregation, the Presbytery Board and the Church's officers, as did the early church (Acts 2:42). If there is cause for dissatisfaction, it shall be called to the attention of the pastor or another member of the Presbytery Board. At their discretion, necessary adjustments shall be made (Acts 6:1-7; Matt. 18: 15-18).

CHURCH DISCIPLINE

1. Authority to Discipline

When situations requiring discipline arise, the Church shall follow the method laid down by Christ, namely that every effort be put forth to secure reconciliation (Mat. 18:15-19). However, if all else fails, then Biblical discipline should be in order. The Presbytery Board and Pastoral Board shall have sole authority to discipline a church member whose conduct falls within the grounds for discipline/exclusion from fellowship.

2. Need for Discipline

Discipline is needed in the spiritual family for the following reasons:

1. To make order and happiness possible (Jud.18: 1; 19: 1; 21: 25).
2. To introduce the principle of submission to the will of God.
3. To avoid selfishness and self-will (Is.14: 12-14).
4. To give the membership a sense of security and save backsliders from hell.
5. To uphold the moral standard of God's Word and maintain holiness in the church.
6. To guide the immature, stabilize the weak, and encourage maturity in the Lord.

3. Grounds for discipline/exclusion from fellowship

Conduct contrary to the scripture as determined by the eldership shall be sufficient grounds upon which any person may be disciplined or disqualified from membership.

1. Those who reject a part or whole of the doctrine of Christ (2 Jn. 9-11).
2. Those guilty of immorality (1 Co. 5: 9-11).
3. Those who are unruly or walk disorderly (2 Th. 3: 6-13).
4. Those who cause divisions (Ro. 16: 27).
5. Domineering, quarrelsome and sectarian leaders are not to be followed (3 Jn. 9-11).
6. Those who defile themselves after their separation from the world (Ja. 4: 4; Re. 2: 20-22).

4. Offences Attracting Church Discipline

Church discipline is applied in the following cases:

1. Sins, which give public offense, e.g., adultery, theft, desertion of family (1 Co. 6: 9; 1Ti.5: 8).
2. Improper conduct, such as drunkenness, quarrelsome behavior, cruelty, laziness, conjugal strife, harsh behavior to relatives and others (1 Co. 6: 10; Ga. 5: 20).
3. Disobedience to the order and discipline of the Church (He. 13: 7).
4. Dissemination of a doctrine contrary to the established standard of doctrines of the Church of the Living God (FGM), Inc (Ga. 5: 20).
5. Taking the church, its members or any of its officials to a court of law on civil matters involving the church without exhausting the procedures for dealing with such cases in the church (1 Co. 6: 6, 7).

5. The Practice of Church Discipline

In exercising church discipline the aim should be to heal the offender spiritually, morally, mentally, socially, economically, and physically- thus making him a whole person in the image of Christ. To achieve this, one should differentiate between two broad types of offenses:

1. Where a member exhibits bad habits and careless living. A member of the church's elders who is aware of it should seek to guide him into the right way by admonition and warning, whenever this is possible (Ro.15: 14). If this approach is successful, no further action is necessary. But if it fails and such acts continue, the matter should be brought before the appropriate church body to be addressed (Mt.18: 15-19, 1 Co. 5: 3-5).

2. Where a specific sin has been committed. In this case, a member who is aware of it should endeavor to persuade the offender to confess his fault to the pastor (Jas. 5: 16); otherwise he himself should tell the pastor about it (1 Jn.1: 9, Ps. 51). If the pastor finds that the allegation is true, he must bring it before the appropriate church body for action.

6. Ministerial Discipline

If a complaint is made against a Minister (pastor), which is serious in nature, it shall be laid before a Ministerial Disciplinary Committee appointed for the purpose by the Presbytery Board. The committee shall consist of not more than five (5) Ministers (pastors), one of whom shall be the Secretary of the Committee. The committee may seek the services of a Legal Advisor if the nature of the case demands it.

7. Procedure for Ministerial Disciplinary Action

1. The Ministerial Disciplinary Committee shall first consult with the complainant and the respondent and counsel them to enable them to reflect upon their respective positions in the light of the counseling. If the complainant fails to indicate after a given time whether or not he intends to pursue the case, the complaint shall be dismissed and the respondent shall be discharged.
 2. Where the complainant is willing to withdraw the case and the Committee also finds that there is insufficient evidence to support the allegation, the Committee shall dismiss the complaint and discharge the respondent.
 3. Where the complainant is unwilling to withdraw the case and the Committee finds that there is insufficient evidence to support the allegation, both the complainant and the respondent shall be invited to appear before the Committee.
 4. Where the complainant is willing to withdraw the case and the Committee finds that there is sufficient evidence to support the allegation, the Committee shall proceed with the investigation.
 5. The Senior Pastor shall have power to suspend the respondent from all ministerial duties pending the trial which shall commence within one month of the suspension.
 6. The Minister (pastor) who is suspended shall be on half salary and allowance during the period of his suspension. If he is cleared he shall be paid that part of his salary and allowances, which were withheld.
 7. If the Minister is found guilty but is later re-instated, he shall have no claim on the Church or any of its servants and agents for any salary or allowance lost during the period of suspension.
- c) Financial Support: All members of the congregation shall be expected to support the programs and needs of the Church in proportion as the Lord shall prosper them (Mal. 3:10; 1 Cor. 16:1, 2; 2I Cor. 9:6-9), thereby acknowledging that any institution can stand or be of full service only in proportion as all of the members of the congregation accept their responsibility of maintaining it.
- d) Discipline: The responsibility of administering discipline in the Church is that of the Presbytery Board. Some grounds for exercising discipline, suspension of or expulsion from membership in the congregation as follows:
- i. There shall be an annual membership renewal for all members of the congregation. Failure to renew will result in an automatic removal from the membership in the congregation.
 - ii. Unscriptural conduct, failure to maintain membership requirements, or doctrinal departure from the tenets of faith, shall be considered sufficient grounds upon which any person may be disqualified as a member. Such discipline shall be prayerfully administered according to Scriptures by the Presbytery Board (Matt. 18: 15-17; Rom16: 17; 1 Cor. 5: 9-13; 2 Thess. 3:6).

- iii. The Presbytery Board shall be empowered to place on the inactive list those who have disqualified themselves as provided for in these Bylaws. The Presbytery Board shall also have the authority to restore to active membership in the congregation those, who in the opinion of the Presbytery Board are not at fault and those who, although at fault, have through repentance re-qualified for membership in the congregation.
- iv. The Presbytery Board shall recognize its duty to interview and encourage a proper attitude on the part of those who have been placed on the inactive list. It shall proceed carefully to press for final decision in each case. The decision of the Presbytery Board shall be final.

ARTICLE IV

The Presbytery Board

Section 1. General Powers

The affairs of the Church shall be managed by the Presbytery Board whose members shall have a fiduciary obligation to the Church.

Section 2. Number, Term and Qualifications

The number of Presbytery Board shall be no more than thirteen (13) members. The term of membership shall be for a two (2) year period, except for the Pastor/President (see Article Five, Section 6(a)). Those set forth in the Articles of Incorporation shall comprise the original Board Members, any member of the Board must also be a member of the congregation of the Church.

Section 3. Regular Meetings

The Presbytery Board may provide, by resolution, the time and place for holding regular meetings without other notice than such resolution. Additional regular meetings shall be held at the principal office of the Church in the absence of any designation in the resolution.

Section 4. Special Meetings.

Special Meetings of the Presbytery Board may be called by or at the request of any two (2) Board Members, and shall be held at the principal office of the Church or at such other place as the Board Members may determine.

Section 5. Notice

Notice of the annual, regular or any special meeting of the Board shall be given by oral or written notice to each Board Member. The attendance of a Board Member at any meeting shall constitute a waiver of notice of such meeting, except where a Board Member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

Section 6. Action by Unanimous Written Consent without Meeting

Any action required or permitted to be taken by the Board Members under any provision of law may be taken without a meeting, if all members of the Board 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. Such action by written consent shall have the same force and effect as the unanimous vote of the Board Members. 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 Members without a meeting and that the Bylaws of this corporation authorize the members to so act, and such statement shall be prima facie evidence of such authority.

Section 7. Quorum

A majority of the Presbytery Board Members shall constitute a quorum for the transaction of business at any meeting of the Board; except when a meeting is called to amend, alter, repeal the Articles of Incorporation and/or the Bylaws, then the provisions of the Bylaws will prevail. If less than a majority of the Board Members are present at any meeting a majority of the Members present may adjourn the meeting from time to time without further notice.

Section 8. Board Decisions

The act of a majority of the Board Members present at a meeting at which a quorum is present shall be the act of the Presbytery Board, unless the act of a greater number is required by law or by these Bylaws.

Section 9. Vacancies, Additions, Elections and Removal

Any vacancy occurring in the Presbytery Board and any membership to be filled by reason of an increase in the number of Board Members, shall be filled by the Pastor with the advice and consent of a majority of the present Board Members. Presbytery Board Members shall be removed by the Pastor-President with the advice and consent of the Board of Advisors. In the event all Board Members' positions shall become vacant, the Board of Elders shall act as interim Presbytery Board until the vacancies are filled.

Section 10: Compensation

Directors as such shall not receive any salaries for their services.

ARTICLE V**Officers****Section 1: Officers**

The officers of the corporation shall be a pastor-president, a secretary, a treasurer; one or more vice-presidents and such other officers as may be elected in accordance with the provisions of this Article. The Board Members may elect or appoint such other officers, including one or more assistant secretaries and one or more assistant treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Presbytery Board.

Section 2: Election and Term of Office

The officers of the Church shall be elected annually by the Presbytery Board at the regular meeting of the Board. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as is convenient. New offices may be created and filled at any meeting of the Presbytery Board. Each officer shall hold office until his successor has been duly elected and qualified.

Section 3: Removal

Any officer, with the exception of the pastor-president, elected or appointed by the Presbytery Board may be removed by the Board whenever in its judgment the best interests of the Church would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Section 4: Vacancies

A vacancy in any office, except that of pastor/president, because of death, resignation, removal, disqualification, or otherwise, may be filled by the Pastor for the unexpired portion of the term. In the event the vacant position being filled is that of the Pastor, the Board shall fill said position pursuant to Section 5 of this Article.

Section 5: Removal of Pastor

- a) Removal: In the event the Pastor shall have serious charges preferred against him or his ministry has ceased to be effective, the matter shall be brought to the Board of Elders. In the event the matter cannot be resolved at this meeting, power is then vested in the Presbytery Board, the Board of Advisors and the Board of Elders to come together with the Pastor to consider his removal. Upon recommendation of removal by a two-thirds (2/3) majority of the combined vote of the Presbytery Board, the Board of Advisors and the Board of Elders, this matter shall be referred to the members

of the congregation for a vote. A two-thirds (2/3) majority vote of the members of the congregation present at the meeting shall be required for removal. The Associate Pastor or some other person designated by the Board of Advisors shall represent the combined Board Members, Board of Advisors and Board of Elders and chair the meeting of the members of the congregation.

- a) Order of Business. The order at the meeting of the members of the congregation shall be as follows:
 - i. Roll call;
 - ii. Presentation of evidence by the combined Presbytery Board, Board of Advisors and Board of Elders;
 - iii. Presentation of case by Pastor or his designee;
 - iv. Rebuttal evidence presented by combined Board;
 - v. Testimony from members of the congregation for vote.
- b) Pastoral Recruitment and Confirmation. In the event the Pastor shall resign or be removed, a special committee shall be appointed by the combined Presbytery Board Members, Board of Advisors and Board of Elders to recruit and present a candidate to the membership of the congregation for pastor-president. This process shall be spiritually directed and accomplished as expeditiously as possible.
 - a) Presentation. Upon recommendation of the special committee, the pastoral/presidential candidate shall be presented to the combined Presbytery Board, the Board of Advisors and the Board of Elders for their approval and recommendation. In the event two-thirds (2/3) of the combined Presbytery Board, Board of Advisors and Board of Elders shall approve said candidate this matter shall be referred to the membership of the congregation for a vote.
 - b) Final Approval. In the event a candidate for pastor-president is approved by the combined Presbytery Board, Board of Advisors and Board of Elders, the membership of the congregation shall be called together to vote, by secret ballot, on said candidate. A two-thirds (2/3) majority vote of the members of the congregation shall be required to elect said candidate to office.
- c) Notice. A special procedure for all meetings referenced in this Article Five, Section 5 shall apply as follows:
 - a) Seven (7) day's notice in writing shall be provided for a combined Presbytery Board, Board of Advisors and Board of Elders meeting. Notice shall be given to each member of each Board and to the present pastor-president.
 - b) Notice to the membership of the congregation of any membership of the congregational meetings shall be given orally at each Sunday service at least fourteen (14) days prior to such meeting and in writing by placing the announcement of said meeting in each Sunday bulletin during the same time frame.
- d) Quorum. A majority of the total members of the Presbytery Board, Board of Advisors and Board of Elders shall constitute a quorum for their combined meetings as set forth in this Article Five, Section 5. A quorum for the membership of the congregational meetings as set forth in this Article Five, Section 5 shall consist of a majority of those active members of the congregation.

Section 6: Powers of Officers

- a) The Pastor-President: The Church finds its headship under the Lord Jesus Christ, in its Pastor. The Pastor-President shall be the Chief Executive Officer of the Church. He shall be a continuing member of the Presbytery Board. He shall have general management of the business of the Church and general supervision of the other officers. He shall preside at all meetings of the Presbytery Board and see that all orders and resolutions of the Board are carried into effect, subject, however, to the right of the Board to delegate to any other officer or officers of the Church any specific powers, other than those that may be conferred only upon the Pastor-President. He shall execute in the name of the Church all deeds, bonds, mortgages, contracts and other documents authorized by the Presbytery Board. He shall be an ex-officio member of all standing committees, and shall have the general powers and duties of supervision and management usually vested in the office of president of a corporation. No person shall be invited to speak, teach or minister in the Church without his approval. He shall be designated attorney-in-fact for the Church by virtue of his office. He shall have the authority to appoint and approve any assistants that would be necessary to properly carry out the work of the Lord.

- b) The Associate Pastor-vice President: All other Pastor/Pastors other than the Senior Pastor shall be considered as Associate Pastors. However, their appointment dates shall qualify them in the order of seniority.
- c) The Secretary: The secretary shall attend all sessions of the Board held at the office of the Church and act as clerk thereof and record all votes and the minutes of all proceedings in a book to be kept for that purpose. He/she shall perform like duties for the executive and standing committees when required. He/she shall give, or cause to be given, notice of meetings of the Presbytery Board when notice is required to be given under these Bylaws or by any resolution of the Board. He/she shall have custody of the seal and authority to execute all authorized documents requiring a seal. He/she shall keep the membership rolls of the Church, and in general, perform the duties usually incident to the office of secretary, and such further duties as shall from time to time be prescribed by the Presbytery Board or the pastor-president.
- d) The Treasurer: The treasurer shall keep full and accurate account of the receipts and disbursements in books belonging to the Church, and shall deposit all moneys and other valuable effects in the name and to the credit of the Church in such banks and depositories as may be designated by the Presbytery Board, but shall not be personally liable for the safekeeping of any funds or securities so deposited pursuant to the order of the Board. He/she shall disburse the funds of the Church as may be ordered by the Board and shall render the pastor-president and Board Members at the regular meeting of the Board, and whenever they may require, accounts of all his transactions as treasurer and of the financial condition of the Church. He/she shall perform the duties usually incident to the office of the treasurer and such other duties as may be prescribed by the Presbytery Board or by the pastor-president.
- e) Delegating Powers to Other Officers: In case of the absence of any officer of the Church, or for any other reason that may seem sufficient to the Board, the Presbytery Board may delegate his/her duties and powers from the time being to any other officer, or to any Board Member.

ARTICLE VI

Committees, Elders, Deacons, and Board of Advisors

Section 1: Creation of Committees

The Presbytery Board, by resolution adopted by a majority of the Board Members in office, may designate one or more committee which committees, to the extent provided in such resolution, shall have and exercise the authority of the Presbytery Board in the management of the Church; but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Presbytery Board, or any individual Board Member, of any responsibility imposed on it or him by law. In absence of the formation of aforementioned boards, the Presbytery Board shall perform the duties that may arise.

Section 2: Other Committees

Other committees not having and exercising the authority of the Presbytery Board in the management of the Church may be designated by a resolution adopted by a majority of the Board Members present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the congregation of the Church, and the Pastor shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the Church shall be served by such removal.

Section 3: Elders and Deacons

Elders:

Elders may be chosen and ordained by the Senior Pastor from the membership of the congregation of the church who demonstrate that their lives conform to the scriptural qualification thereof, (Tit. 1:5; 1Tim. 3: 2-7; Tit. 1: 6-9; 1Pe. 5: 2-3).

The role of Elders shall be

- To rule, to teach and to correct those that may be in the wrong scripturally.
- They will be the heads of departments in the church which are designated by the Pastor.

- They must be instant in season, out of season, reprove, rebuke, exhort with all longsuffering and doctrine (2 Tim. 4: 2).
- To fill in for the Pastor in pulpit ministry and pray for the sick.

Deacons:

Deacons may be selected from the membership of the congregation by the bona fide members of the church, (Act. 6:13) and ordained, then appointed by the pastor over the business of God. Their lives should conform to the scriptural qualifications (i.e. 1Tim. 3: 8-13).

The role of Deacon shall be

- To provide spiritual support to the Pastor in the discipleship of new converts, praying for the sick (Jas. 5:14).
- They must always be there to serve “tables.”
- Do visitation of the sick, the expectant and nursing mothers, etc.
- Encouraging and Developing spiritual gifts and ministries in the body,
- And to assist the administration of the ordinances of the church.

Section 4: Board of Advisors

A board of Advisors may be appointed as set forth below. It shall be the responsibility and privilege of the Board of Advisors to provide Godly counsel to the Pastor-President and the Presbytery Board. Counsel shall be in organization, financial, legal or other areas wherein the Pastor-President determines professional counsel is needed and/or desirable. No minimum or maximum number of members of the Board of Advisors shall be established and the appointment to the Board and tenure hereon shall be at the pleasure and at the complete discretion of the Pastor-President.

Spiritual Hierarchy of the Church:

- The Senior Pastors
- The Elders
- The Deacons
- The Ushers

ARTICLE VII

Ministers

Section 1: Ordination and Licensing

The Senior Pastor may ordain and/or license a person as minister of the Gospel after first examining the applicant’s background, moral and religious character, and what previous Bible course and/or independent study the applicant has received. Final determination shall be within the absolute discretion of the Senior Pastor.

Section 2: Limitation

The Presbytery Board may, at its discretion, limit any licensee or ordained minister to an area of special emphasis. The following areas are (although not intended to be inclusive) recognized by the Board of Directors:

- a) Music;
- b) Youth;
- c) Christian education; and
- d) Outreach ministry.

Section 3: Pastor-President

The Pastor-President shall be a licensed or ordained minister of the Gospel. Assistant or associate ministers may or may not be either licensed or ordained.

Section 4: Application

Application for ordination and/or licensing as a minister of the Gospel shall be on the form provided by the Presbytery Board. An applicant's application shall be either approved or denied within thirty (30) days of the completion of the investigation of the applicant. Those applicants who are approved shall receive a certificate evidencing the approval.

Section 5: School of Ministry

The Presbytery Board may establish a School of Ministry, setting forth a prescribed curriculum and course of study leading to ordination and licensing of ministers. The School of Ministry shall prepare the student in the knowledge of the Word of God and in ministering to the needs of mankind through the Gospel of Jesus Christ.

ARTICLE VIII

**Indemnification, Insurance and Liability Indemnification of Church Pastor,
Officers, Directors and Other Persons**

Section 1:

The Church shall advance necessary funds or indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Church) by reason of the fact that, that person is or was the Church's pastor, a director or officer of the Church, or is or was serving at the request of the Church as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by the person in connection with such threatened, pending or completed action, suit or proceeding. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith in a manner which he reasonably believed to be in or not opposed to the best interests of the church, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

Section 2:

The Church shall advance funds or indemnify any person who is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Church to procure a judgment in its favor by reason of the fact that he is or was a pastor, director or officer of the Church, or is or was serving at the request of the Church as a director, officer or representative of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by the person in connection with such threatened, pending in or completed action or suit by or in the right of the Church.

Section 3:

Indemnification under Sections 1 and 2 of this Article shall be automatic and shall not require any determination that indemnification is proper, except that no indemnification shall be made in any case where the act or failure to act giving rise to the claim for indemnification is determined by a court of competent jurisdiction to have constituted willful misconduct or recklessness.

Section 4:

Expenses incurred in defending a civil or criminal action, suit or proceeding of the kind described in Sections 1 and 2 of this Article shall be paid by the Church in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking, by or on behalf of the person who may be entitled to indemnification under those Sections, to repay such amount unless it shall ultimately lie determined that he/she is entitled to be indemnified by the Church.

Section 5:

The Church may, at the discretion of and to the extent and for such persons as determined by the Presbytery Board of the Church

- i. Indemnify any person who neither is nor was the Church's pastor, a director or officer of the Church but who is or was a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (and whether brought by or in the right of the Church), by reason of the fact that the person is or was a representative of the Church, against expenses (including attorneys fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by the person in connection with such threatened, pending or completed action, suit or proceeding; and
- ii. Pay such expenses in advance of the final disposition of such action, suit or proceeding, upon receipt of an undertaking by or on behalf of such person to repay such amount if it shall ultimately be determined by a court of competent jurisdiction that such person is not entitled to be indemnified by the Church.

Section 6:

Any right to indemnification provided in this Article shall continue as to a person who has ceased to be a pastor, director or officer of the Church and shall inure to the benefit of the heirs, executors and administrators of such a person.

Section 7:

Nothing herein contained shall be construed as limiting the power or obligation of the Church to indemnify any person in accordance with applicable state law provisions as amended from time to time or in accordance with any similar law adopted in lieu thereof.

Section 8:

The Church shall also indemnify any person against expenses (including attorneys' fees), actually and reasonably incurred by him in enforcing any right to indemnification under this Article under the Church's state nonprofit corporation laws as amended from time to time or under any similar law adopted in lieu thereof.

Section 9:

Any person who shall serve as the Church's Pastor-President, a director, officer, employee or agent of the Church or who shall serve at the request of the Church, as a director, officer, employee or agent of another corporation, joint partnership, joint venture trust or other enterprise shall be deemed to do so with knowledge of and in reliance upon the rights of indemnification provided in this Article, under applicable state law indemnification provisions as amended from time to time and in or under any similar law adopted in lieu thereof.

ARTICLE IX

Contracts, Checks, Deposits and Funds

Section 1: Contracts

The Presbytery Board may authorize any officer or officers, agent or agents of the Church, in addition to the officers so authorized by the Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Church, and such authority may be general or may be confined to specific instance.

Section 2: Checks, Drafts, or Orders

All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Church shall be signed by such officer or officers, agent or agents of the Church, and in such manner as shall from time to time be determined by resolution of the Presbytery Board. In the absence of such determination by the Board Members, such instruments may be signed by either the Treasurer or the Pastor of the Church.

Section 3: Deposits

All funds of the Church shall be deposited from time to time to the credit of the church in such banks, trust companies or other depositories as the Presbytery Board may select.

Section 4. Gifts

The Presbytery Board may accept on behalf of the Church any contribution, gift, bequest or devise for any purpose of the Church (Mal. 3: 10; Lk. 6:38; 1Co. 16:1; and 2Cor. 9: 6-8).

ARTICLE X

Books and Records

The church shall keep correct and complete books an record of account and shall also keep minutes of the proceedings of its members, Presbytery Board, committees having and exercising any of the authority of the Presbytery Board, and any other committee, and shall keep at the principle office a record giving the names and addresses of the Presbytery Board members entitled to vote. All books and records of the Church may be inspected by any member or his agent for any proper purpose at any reasonable time.

ARTICLE XI

Fiscal Year

The fiscal year of the Church shall be the calendar year.

ARTICLE XII

Dissolution

Section 1

Upon the dissolution of the Church, the Presbytery Board shall, after the payment of all the liabilities of the Church, dispose of all the assets of the Church exclusively for the purposes of the Church in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall qualify as an exempt corporation or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or of the corresponding provisions of any future United States Revenue Law) as the Presbytery Board shall determine.

Section 2

No part of the net earnings of the Church shall inure to the benefit of, or be distributable to, its members, officers, directors, or any person except that the Church shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments in the furtherance of the Church. Notwithstanding any other provisions of the Articles of Incorporation or these Bylaws of the Church, the Church shall not carry on any activity not permitted to be carried on

- a) By a corporation exempt from Federal Income Tax, under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (*or by the corresponding section of any future Revenue Code of the United States of America) or
- b) By a corporation, contributions of which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or by the corresponding section of any future United States Revenue Law).

ARTICLE XIII

Seal

The Presbytery Board shall provide a corporate seal, which shall be as set forth below.

ARTICLE XIV

Amendment to Bylaws

The Articles of Incorporation and these Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted by a two-thirds (2/3) majority vote of the total number of members of the Presbytery Board. At least fourteen (14) days written advance notice of a meeting called for the purpose of altering, amending or repealing the Church's Bylaws or Articles of Incorporation shall be given to each member of the Board of Directors.

Adopted by full Board of Directors this 19th day of July 2002

Director: Kwasi O. Gyimah – President (Senior Pastor), Member.

Director: Daniel Ofei – Treasurer, Member.

Director: Amy Ahoussi – Secretary, Member.

Amendment to Bylaws: The role of the Church's Secretary at Presbytery Board Meetings of the Church.

The Presbytery Board shall admit the Administrative Secretary of the Church to all Presbytery Board meetings with the sole purpose of taking minutes of the Board. The Secretary shall however not be a member of the Presbytery Board, participate in the deliberation of the meetings, and shall have no voting rights.

Amended on January 16th, 2004.

AMENDMENT TO ARTICLE XII OF THE BYLAWS

Dissolution and Termination

Section 1

- a) Upon the dissolution of the Church, the Presbytery Board shall, after the payment of all the liabilities of the Church, dispose of all the assets of the Church exclusively for the purposes of the Church in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall qualify as an exempt corporation or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or of the corresponding provisions of any future United States Revenue Law) as the Presbytery Board shall determine.
- b) Upon termination of its affiliation with The Church of The Living God—Full Gospel Ministries, Inc., ownership of all assets including all property, real, personal, and mixed, shall revert to The Church of the Living God—Full Gospel Ministries, Inc.