

**BYLAWS  
OF  
CHRISTIAN COMMUNITY CHAPEL**

**Article 1**

**Identification**

**Section 1.01. Name.** The name of the Corporation is CHRISTIAN COMMUNITY CHAPEL (the "Corporation"), a Religious Corporation of the State of New Jersey. The corporation may also be known by a shortened form of the above style, and may be represented by the shorter form to the public, to wit: CCC.

**Section 1.02. Registered Office and Registered Agent.** The address of the registered office of the corporation is 1370 Main Street, Millstone, Somerset County, New Jersey 08844; and the name of the registered agent at this address is Allan Leonard.

**Section 1.03 Seal.** The seal of the Corporation shall be circular in form and mounted upon a metal die, suitable for impressing the same upon paper. About the upper periphery of the seal shall appear the words CHRISTIAN COMMUNITY CHAPEL. In the center of the seal shall appear the words Corporate Seal and 2000.

**Section 1.04 Fiscal Year.** The fiscal year of the corporation shall be from the first of January to the thirty first of December.

**Article 2**

**Purposes**

**Section 2.01 Religious Purposes.** The corporation is a nonprofit religious corporation organized exclusively for religious purposes under Title 16 ( Religious Corporations) of the New Jersey Statutes. The duration of the corporation is perpetual. Use of the corporation for the private gain of any person shall be and hereby is prohibited. The specific purposes for which this corporation is organized are religious, to wit:

- (1) The preaching and furtherance of the Gospel as Revealed by the Son of God and our Lord and Savior Jesus Christ.
- (2) The worship and glorification of God;
- (3) The observance of all Christian ordinances and teachings;
- (4) The witnessing of the faith through true Christian love, fellowship, mission, benevolence, and evangelism both within the U.S.A. and the outside world;
- (5) The celebration of Holy Sacraments;
- (6) The operation of a local church;
- (7) Ordination of ministers of the Gospel; and
- (8) The exercise of all other powers, rights, and privileges, engagement in any

lawful act or activity for which corporations may be organized under the Title 16 (Religious Corporations) Law of the State of New Jersey.

**Section 2.02. Limitations on Purposes in Accordance with § 501(c)(3) Income Tax Exemption.** (1) The corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code").

(2) No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

(3) The property of the Corporation is irrevocably dedicated to nonprofit religious purposes. No part of the net earnings of the Corporation shall inure to the benefit of its directors, officers, or to any other individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments in the furtherance of the nonprofit religious purposes of the Corporation.

(<sup>4</sup>) Upon the winding up and dissolution of the Corporation, the Board of Directors shall, after paying or adequately providing for all the debts, obligations, and liabilities of the Corporation, distribute the remaining assets of the Corporation exclusively for the nonprofit religious purposes of the Corporation in such manner as the Board of Directors shall in its sole discretion determine or shall distribute the remaining assets of the Corporation to such organization or organizations which are organized and operated exclusively for the nonprofit religious purposes of the Corporation and which are tax exempt under Section 501( c )(3) of the Code, as the Board of Directors in its sole discretion shall determine.

(5) In furtherance of its religious nonprofit tax-exempt purposes, the Corporation shall have the following powers and authority:

- (a) To do all acts, including ordination of ministers of the Gospel, perform all functions and carry on all activities permitted by the nonprofit corporation laws of the State of New Jersey or of any other State in which the Corporation is qualified to act.
- (b) To have and exercise all powers and rights enjoyed by corporations generally in the State of New Jersey, and in any State in which the Corporation is qualified to act, as long as the exercise of such powers is not specifically prohibited for nonprofit corporations or churches.
- (c) To use all media, whether now known or hereafter discovered, including, but not limited to, print, television, and radio.
- (d) To exercise such incidental powers as may reasonably be necessary to carry out the purposes for which the Corporation is established, provided that such incidental powers shall be exercised in a manner consistent with the tax exempt status as a religious organization as set forth in Section 501(c)(3) of the Code.
- (e) Notwithstanding any other provisions of the Articles of Incorporation or the Bylaws, the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the nonprofit religious purposes of the Corporation, and the Corporation 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 Code, or

under the corresponding section of any future United States revenue law; or (b) by a corporation, contributions to which are deductible under 170(b ) (A) (i) of the Code, or the corresponding section of any future United States revenue law.

### Article 3

#### Membership and Meetings

**Section 3.01 Members of Church.** The corporation shall not have capital stock. The corporation shall have membership, as specified by these Bylaws, in a single class of membership, consisting of those persons who have complied with the requirements set forth in Section 3.2 of these Bylaws, who have properly applied for membership pursuant to the procedures specified by the Board of Trustees (Elders) and who are inscribed on the Membership Roll of the Church. The Corporation may, but need not, issue Membership Certificates.

**Section 3.02 Qualifications for Membership.** (a) Full membership is open to any person aged 18 or above, who:

- (1) Professes the Christian faith;
- (2) Accepts the Statement of Faith of the Church;
- (3) Believes that the Holy Bible, consisting of the Old and the New Testament Scriptures, as the inspired, infallible, authoritative word of God;
- (4) Believes in the salvation by grace through the atoning death of the Lord and Savior, Jesus Christ on the Cross;
- (5) Accepts Jesus Christ as his or her personal Savior;
- (6) Demonstrates his or her discipleship by a personal relationship with Jesus Christ; and
- (7) Promises to support the mission and purpose of the Church through his or her time, talent, and financial means.

(b) At the request of a person who desires membership, the Pastor and any two (2) Members of the Board of Trustees (Elders) shall interview the person. At his discretion, the Pastor may also prepare the person for membership if deemed necessary. On the recommendation of the Pastor and these two (2) Elders, the new member shall be introduced to the congregation at any regular worship service and be formally received as a member of the Church.

(c) Any person below eighteen (18) years of age may be accepted as a Junior Member at the recommendation of the Pastor. Junior members shall not have voting rights and shall not count toward a quorum at any meeting of the Church members.

**Section 3.03 Termination of Membership.** Membership of any member shall end upon the occurrence of any of the following:

- (1) The member's resignation from the Church;
- (2) The death of the member;

(3) The determination by a majority of the Board of Trustees (Elders) that the member should be removed from membership, whether because the Member has ceased to be actively involved in the affairs of the Church, or is spiritually disqualified in the opinion of majority of the Trustees (Elders) and the Pastor of the Church.

**Section 3.04 Discipline of Members.** All members, by applying for membership agree to submit themselves to the discipline of the Church, and to follow the whole Bible consisting of the Old and New Testament Scriptures as directed by the Pastor of the Church. Final discipline shall be imposed by a majority of the Board of Trustees (Elders).

**Section 3.05 Regular Annual Meeting of Members.** The regular annual meeting of the members shall be held in the last quarter of each year at a place and on a date and time as notified in writing in advance to the members.

**Section 3.06 Special Meetings of Members.** Any special meeting shall be announced to the general membership at least seven (7) days prior to the meeting unless otherwise not possible under the circumstances. Such notices shall be given at least one (1) Sunday immediately preceding the scheduled date of the meeting. Notice of any special meeting of members must specific the place, date, time, and purpose for the meeting.

**Section 3.07 Quorum of Members.** At all General or Special meetings of the members, those members present shall constitute a quorum for the transaction of business.

**Section 3.08 Voting Privileges of Members.** All members age eighteen (18) or older and who are not otherwise disqualified from voting, may vote at any general or special meeting of the Church Membership.

## Article 4

### Board of Trustees (Elders)

**Section 4.01 Powers.** The corporation shall be governed by a Board of Trustees, who shall also be known as "Elders" and may be addressed as such.

**Section 4.02 Number of Trustees.** The authorized number of Trustees who may serve on the Board of Trustees shall be seven (7), however a lesser number may serve on a temporary basis until vacancies can be filled by qualified candidates.

#### **Section 4.03 Election and Terms of Trustees.**

(a) Terms. Trustees shall be elected at the Annual Meeting of the members, and shall serve for a term of three (3) years. No member may be elected to serve as Trustee for more than two (2) consecutive terms or a maximum of six (6) years consecutively. However, when deemed necessary by the Board of Trustees, a member who has served as trustee for two consecutive terms may be elected by the congregation to additional

supplemental terms, each consisting of one year.

(b) Notice of Election. Ten (10) days Notice of Elections of Trustees and Officers shall be posted at the Church in writing, pursuant to N.J.S.A. § 16:1-10, signed by the Secretary of the Board of Trustees. All nominations shall be made in writing to such Secretary at least five (5) days before the date set for the election. All Trustees shall be elected by a majority vote of the Members present.

(c) Vacancies. A Special Meeting of the members may be called at the discretion of the Board of Trustees, together with the concurrence of the Pastor of the Church, to fill any interim vacancies, by majority of those members present, on the Board of Trustees.

**Section 4.04. Qualifications of Trustees.** Each Trustee must be a member of the Church in good standing and must believe without qualification in the Statement of Faith of the Church. Trustees may, but need not be, Elders of the Church as defined by ecclesiastical practices.

**Section 4.05. Removal of Trustees.** A Trustee may be removed from office on the occurrence of anyone (1) or more of the following:

(a) The Trustee's resignation from the Board of Trustees or the Trustee's resignation from the Church or the termination of the Church membership of the Trustee for any other reason;

(b) The Trustee becomes spiritually disqualified in the opinion of the majority of the Board of Trustees and also of the Pastor of the Church; or

(c) The Trustee engages in activities contrary to the interests of the Church, in the opinion of, by Resolution adopted by, of the majority of the Board of Trustees and also of the Pastor of the Church.

**Section 4.06. Regular Meetings of Trustees.** Meetings of the Board of Trustees shall be held at regular intervals throughout the year, and at least annually, as notified to the Trustees.

**Section 4.07. Special Meetings of Trustees.** Special Meetings of the Board of Trustees may be called, at any time, by the Pastor of the Church or by two (2) or more of the Trustees, with appropriate notice as to time, place, and purpose.

**Section 4.08. Quorum of Trustees.** A majority of the Board of Trustees shall constitute a quorum for the transaction of business. The act of the majority of the Trustees present at a meeting at which a quorum is present shall be the act of the Board of Trustees unless the act of a greater number is required by statute, the Articles of Incorporation, or the Bylaws.

**Section 4.09. Place of Meetings of Trustees.** Meetings of the Board of Trustees, annual, regular, or special, shall be held at the place or in the manner designated in the Notice of Meeting of the Board of Trustees (Elders).

**Section 4.10. Participation in Meetings by Telephone Conference Calls.** One (1), more, or all of the Members of the Board of Trustees may participate in a meeting through the use of conference telephone or other communications equipment.

**Section 4.11. Moderator at Meetings of Trustees.** The Pastor of the Church, as Ex-Officio President of the corporation and Ex-Officio Chairman of the Board of Trustees, shall preside over all meetings of the Board of Trustees, as a non-voting moderator. The Vice President of the corporation shall preside over any meetings where the Pastor is unable to attend. When both the Pastor and the Vice President are unable to attend a meeting, the Trustees present shall elect a Trustee to serve as Temporary Chairman to preside over that meeting.

**Section 4.12. Action Without A Physical Meeting of Trustees.** Any action that may be taken at a meeting of the Trustees, or of a committee thereof, may be taken without a meeting if a consent, either oral, or in writing setting forth the action so to be taken and orally consented to or signed before the action by all of the Trustees or all of the members of the committee, as the case may be.

**Section 4.13. Loans.** The Board of Trustees shall have the following powers with respect to the lending of funds:

(a) Loans of Funds, Generally. To lend money in furtherance of any of the purposes of the Corporation; to invest and reinvest the funds of the Corporation from time to time; and to take and hold any property as security for the payment of funds so loaned or invested.

(b) Loans to Employees and Trustees. To lend money and use its credit to assist any employees of the Corporation or of a subsidiary, including any such employee who is a Trustee of the Corporation, only if the Board of Trustees decides that such loan or assistance may benefit the Corporation; but the Board of Trustees shall make no loans or use of its credit to assist any Trustee without authorization in the particular case by a majority of the Members.

**Section 4.14. Transfer of Assets.** No Church asset shall be sold, mortgaged, or conveyed unless first approved by a majority of the Voting Members at any general or special Meeting held on at least ten (10) days' written Notice, in accordance with N.J.S.A. § 16:1-6, and subsequently authorized by a two-thirds vote of the entire Board of Trustees.

## Article 5

### Officers

**Section 5.01. Officers.** The officers of the corporation shall be:

- (1) President (The Pastor shall serve as President Ex-Officio);
- (2) Vice President;
- (3) Secretary; and
- (4) Treasurer;

The Board of Trustees (Elders) may also appoint, at the option of a majority of the Board of Trustees, one (1) or more other officers. Neither the Secretary nor the Treasurer may serve at the same time as the Vice President.

**Section 5.02. Elections and Qualifications of Officers.** The Vice President, the Secretary, and the Treasurer of the Church shall be elected annually, by a majority vote the Board of Trustees, from among the Trustees on the Board of Trustees, at its first meeting of the year, and shall serve at the pleasure of the majority of the Board of Trustees

**Section 5.03. Powers.** Each officer shall have the powers customary to the office held by that officer, or as prescribed by the Religious Corporation laws of the State of New Jersey.

**Section 5.04. Call of a Pastor.** When necessary to call a pastor, the Board of Trustees, by a vote of two-thirds of the entire Board of Trustees, shall select a Pastor in accordance with the rules and regulations laid down by the Religious Body, if any, with which the Corporation is then affiliated. The Pastor shall be called for an indefinite period of time, subject to the pleasure of the Board of Trustees. The Board of Trustees shall, by majority vote of the Trustees, set the salary of the Pastor and may change such salary from time to time as necessary.

**Section 5.05. Vacancies.** Whenever any vacancies shall occur in any office by death, incapacitating illness, resignation, increase in the number of officers of the Corporation, removal, or otherwise, the same shall be nominated by the Pastor (or by any Trustee if the Pastorate is vacant) and approved by a majority of the Board of Trustees, and the officer so elected shall hold office until his successor is chosen and qualified.

**Section 5.06. General Duties of Officers.** Upon induction into office, each officer shall be given a copy of regulations setting forth the duties of his office. These he shall be required to prayerfully study so as to be able to intelligently help all members under his supervision.

**Section 5.07. The Pastor as President - Ex Officio.** The Pastor shall serve as President - Ex Officio of the Corporation and shall have active executive management of the operations of the Corporation, subject to the control of the Board of Trustees. He shall preside at all meetings of Members and Trustees; serve as ex-officio non-voting member of the Board of Trustees and member of all Church Committees; abide by the bylaws of this Church; maintain and properly insure Church property; discharge all the duties that devolve upon a presiding officer; and perform such other duties as the Bylaws provide or the Board of Trustees may prescribe.

**Section 5.08. Vice President.** The Vice President shall perform all the duties incumbent upon the Pastor President ex-officio during the absence or temporary disability of the Pastor/President ex-officio, and shall perform such other duties as the Bylaws may provide or the Board of Trustees may prescribe.

**Section 5.09. Secretary.** The Secretary shall attend all meetings of the Members and of the Board of Trustees; shall keep, or cause to be kept, in a book provided for the

purpose, a true and complete record of the proceedings of these meetings; shall be custodian of the records and the seal of the Corporation and see that the seal is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized; and shall attend to the giving of all notices and shall perform such other duties at the Bylaws provide or the Board of Trustees may prescribe. Upon application to the Secretary, any member of the religious society or congregation shall have, pursuant to N.J.S.A. § 16:1-15, free access to all such papers, deeds, writing, minutes, documents, and books of the Corporation.

**Section 5.10. The Treasurer.** The Treasurer shall keep correct and complete records of account, showing accurately at all times the financial condition of the Corporation. He shall be the legal custodian of all moneys, notes, securities, and other valuables that may from time to time come into the possession of the Corporation. He shall immediately deposit all funds of the Corporation coming into his hands in some reliable bank or other depository to be designated by the Board of Trustees, and shall keep this bank account in the name of the Corporation. He shall furnish at meetings of the Board of Trustees, or whenever requested, a statement of the financial condition of the Corporation, and shall perform such other duties as the Bylaws may provide or the Board of Trustees may prescribe. He shall, pursuant to N.J.S.A. § 16:1-16, at each Annual Meeting submit a written statement of receipts and disbursements.

**Section 5.11. Transfer of Authority.** In case of the absence of any officer of the Corporation, or for any other reason that the Board of Trustees may deem sufficient, the Board of Trustees may transfer the powers or duties of that officer to any other officer or to any director or employee of the Corporation, provided a majority of the full Board of Trustees concurs.

## Article 6

### Dispute Settlement

**Section 6.01. Board of Trustees to Settle All Disputes.** (a) Jurisdiction. The Board of Trustees shall have jurisdiction, exclusive of any civil court or other tribunal, over all matters of dispute between, or discipline of, Trustees, Officers, or Members in matters concerning (1) personal conduct within or without; (2) the governance of; or (3) religious practices of the Corporation or its Church.

(b) Procedure. If reconciliation is not possible, the Board of Trustees, excluding any Trustee complained of, shall hold a hearing, on at least ten (10) days' written Notice of the charges and the hearing date, signed by the Secretary of the Board of Trustees, to all parties, and shall provide all parties an opportunity to be heard in person or by representative with witnesses under oath or affirmation. The complaining witness shall be subject to cross-examination. Except for charges seeking removal as Trustee, Officer, or Member, no person charged shall be entitled to be represented by a lawyer. By a majority of the Board of Trustees the Board of Trustees, excluding any Trustee complained of, may take whatever disciplinary action it deems advisable, including removal from office as Trustee or Officer or exclusion from Membership.

(c) Standards. In making such decisions, the Board of Trustees shall use the whole

Bible, consisting of the Old and New Testament Scriptures, as interpreted by the Pastor of the church.

**Section 6.02. No Appeals to Court.** All decisions of the Board of Trustees shall be final and there shall be no right of any Member, Trustee, or other person, to appeal to any civil or ecclesiastical court from the decisions of the Board of Trustees.

## **Article 7**

### **Special Corporate Acts Negotiable Instruments, Deeds, and Contracts**

All checks, drafts, notes, bonds, bill of exchange, and orders for the payments of money of the Corporation; all deeds, mortgages, and other written contracts and agreements to which the Corporation shall be a party; and all assignments or endorsements of stock certificates, registered bonds, or other securities owned by the Corporation shall, unless otherwise directed by the Board of Trustees, or unless otherwise required by law be signed by the Vice President, the Secretary, and the Treasurer. The Board of Trustees may, however, authorize anyone of the Corporation's officers to sign any of such instruments for, and in behalf of, the Corporation without necessity of countersignature; may designate officers or employees of the Corporation, other than those named above, who may, in the name of the Corporation, sign such instruments; and may authorize the use of facsimile signatures of any such persons.

## **Article 8**

### **Reimbursement of Disallowed Compensation Expenses**

Any payment made to a Trustee, Officer or employee of the Corporation to Compensate for services rendered that shall be disallowed in whole or in part as a deductible expense for federal income tax purposes shall be reimbursed to the Corporation by such person to the full extent of the disallowance, together with interest thereon at the rate then in effect for interest on federal income tax deficiencies from the date of payment to the date of reimbursement, within sixty (60) days of notice to such person by the Board of Trustees. Notice shall be promptly given upon a determination, as defined in Section 1313 (a) of the Internal Revenue Code (as now in effect and hereafter amended), that such payment shall be disallowed in whole or in part as a deductible expense for federal income tax purposes. It shall be the duty of the Board of Trustees to enforce payment by such person of each such amount disallowed. In lieu of payment by such person, subject to the approval of the Board of Trustees, proportionate amounts may be withheld from such person's future compensation payments until the full amount owed to the Corporation has been recovered. Reimbursement of such disallowed expenses shall constitute a condition of employment for all employees.

**Article 9**

**Amendment of Bylaws**

These Bylaws may be amended by a majority vote of the Board of Trustees.

**Article 10**

**Corporate Records**

The Corporation shall maintain correct and complete accounts, books, and records of its financial activities and properties. All the financial records shall be kept at its principal place of business in the State of New Jersey.

**Article 11**

**Affiliation with Other Religious Bodies**

The Corporation may, by a vote of two-thirds of the voting Membership, at a general or special meeting held on a least ten (10) days written notice, choose to affiliate the Corporation and its Church with any Religious Body whether local, regional, national, or international; unincorporated or incorporated; to further the purposes of the Corporation.

**Article 12**

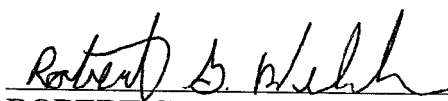
**Distribution of Assets Upon Dissolution, Insolvency, Receivership, or Reorganization**

Upon dissolution, insolvency, receivership, or reorganization, if any, of CHRISTIAN COMMUNITY CHAPEL, liquidation of the corporation's assets shall be, pursuant to N.J.S.A. 15A: 1-3 (b, governed by Chapter 12 (dissolution) and Chapter 14 (insolvency, receivership, and reorganization) of Title 15A of the New Jersey Statutes and shall, to the extent possible, be distributed to another Church Corporation or Religious nonprofit organization designated by the receiver or other official in charge of such dissolution, liquidation, receivership, or reorganization.

**CERTIFICATE OF THE SECRETARY**

I, the undersigned, the duly elected Secretary of Christian Community Chapel, hereby certify that the above Bylaws were adopted as the Bylaws of this Church pursuant to the unanimous vote of the Board of Trustees.

**IN WITNESS WHEREOF**, I have set my hand this 3<sup>rd</sup> day of February in the Year of our Lord, 2001

  
**ROBERT G. WELCH**, Secretary

