CONSTITUTION AND BY-LAWS OF THE NEW LIFE EVANGELISTIC CENTER

Preamble

Whereas we, being an incorporate body of people of precious faith, believing in the Lord Jesus Christ for eternal life through His death and the power of His resurrection; believing the Bible to be God's inspired Word and the revelation of His will to men and accepting it as our all-sufficient rule for faith and conduct; and believing that Christian fellowship, mutual edification and evangelical effort, in and through the form of God's ordained order for His people in the work of the ministry, we encourage all to assemble themselves together for worship, fellowship, council, and instruction in the Word of God, in addition to the exercising of those mutual gifts and offices provided for in the New Testament. We as an evangelical body are charged by the Word of God, "Go therefore and make disciples of all nations, baptizing them in the name of the Father and of the Son and of the Holy Spirit, teaching them to observe all that I have commanded you; and lo; I am with you always, to the close of the age." (Matthew 28:19,20)

Statement of Fundamental Truths

- 1. <u>The Scriptures Inspired.</u> The Bible is the inspired Word of God, a revelation from God to man, the infallible rule of faith and conduct, and is superior to conscience and reason, but not contrary to reason. (II Timothy 3:15,16; I Peter 2:2)
- 2. The One True God. The one true God has revealed Himself as the eternally self-existent, self-revealed "I AM" and has further revealed Himself as three persons in one God, i.e., Father, Son, and Holy Spirit. (Deuteronomy 6:4; Mark 12:29; Isaiah 43:10,11; Matthew 28:19)
- 3. Man, His Fall and Redemption. Man was created good and upright for God said, "Let Us make in Our image, after Our likeness." But man, by voluntary transgression fell, and his only hope of redemption is in Jesus Christ the Son of God. (Genesis 1:26-31; 3:1-7; Romans 5:12-21)
- 4. The Salvation of Man. The grace of God, which brings salvation, has appeared for all men, communicated through the preaching of repentance, faith, and commitment to the Lord Jesus Christ; man is not saved by his own merit, but being justified by the free gift of grace through faith, he becomes heir and servant of God according to the hope of eternal life. (Titus 3:5-7; Romans 3:22-29)

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- 5. The Promise of the Father. Believers are promised and should ardently expect the power of the Holy Spirit in this life; according to the promise comes the enduement of power for life and services, the bestowment of the gifts and their uses in the work of the ministry. (Luke 24:49; John 14:16,17; Acts 1:8; Acts 1:4, I Corinthians 12:1-37)
- 6. The Ministry and Evangelism. A divinely called and Scripturally ordained ministry has been provided by our Lord for two-fold purposes: a) the evangelization of the world, and b) the edifying of the Body of Christ. (Matthew 28:18-20: Mark 16:15-20; Esphesians 4:11-13).
- 7. <u>Blessed Hope for the Believer</u>. The resurrection of those who have fallen asleep in Christ and their translation, together with those who are alive and remain unto the coming of the Lord, is the blessed hope of all believers. They know they will have eternal fellowship with their Lord and Savior. (1 Thessalonians 4:13-17; 1 Corinthians 15; Titus 2:13)
- 8. <u>Eternal Despair for Those Who Reject Christ.</u> The devil and his angels and all those reject Christ as their Savior shall be consigned to everlasting punishment where there will be much weeping and gnashing of teeth. (Matthew 8:12; Revelation 20:11-15)

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CONSTITUTION OF THE NEW LIFE EVANGELISTIC CENTER

For the purpose of establishing and maintaining a place for Christian fellowship, training, and for the propagation of the Gospel of Jesus Christ both at home and in foreign lands, this evangelistic center shall be governed by the following constitution and by-laws.

This we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Stare of Missouri, and we hereby certify.

ARTICLE I

As stated in the Articles of Incorporation, the name of the corporate center shall be The New Life Evangelistic Center.

ARTICLE 11 PURPOSES AND POWERS

The purposes for which this corporation is formed are:

- 1. To establish a non-denominational Biblical Christian Evangelistic Center with a teaching department and with missionary, literature, educational, and all other departments it may seem useful to propagate and practice the full Gospel of the Lord Jesus Christ and for the community, and pursuant thereto to license and ordain Christian workers and Ministers and Missionaries, and to plant and establish branch centers and churches.
- 2. To perpetually protect this Center's corporation in its ownership and control of its property and in its sovereignty under Christ-therefore, all ecclesiastical power and authority relative to this Center and its property shall be exercised by this Center and the decisions thus made are subject to no reversal nor amendment by any other ecclesiastical body whatsoever.

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- 3. Furthermore-being cognizant of that United States Supreme Court decision in the case of "Watson vs. Jones," rendered April 15, 1872, (13 Wallace, United States Supreme Court Reports pg. 679), wherein the broad principle is laid down that, where a local congregation is or becomes a member of any church organization to which it is amenable, then the local congregation becomes entirely subject to the decisions of that organization before the law in the control of its property, in its faith and conduct, in its teaching, practice, and custom, as to its financial and missionary policies, as to who may be or who shall not be its pastor or director or other officers of its members, in short, in all things whatsoever, therefore, any action or effort on the part of any of the members or officers of the center's corporation to cause it to become a member of any church organization is hereby strictly forbidden and any such action shall be a breach against the foundation and intent of this corporation, and any record made of any such action shall have no binding power upon this corporation, but shall be merely a record of the misconduct of those participating in such action.
- 4. It is one purpose of this local Christian Center Corporation to earnestly seek and promote the unity of God's people in all churches in the Scriptural manner of Godly love, respect, and faithful voluntary cooperation with liberty. To that end it shall associate and cooperate freely with all Christian churches and with Christian organizations as a free and independent Christian Center in accord with is own free conscience and the wisdom of God as this Center perceives it to be, but in every case and in every act in the pursuance of or adoption of any policy or method or practice or association, does and shall do so as a free center corporation, always retaining its sovereignty and independence, and in no case whatsoever as an act of subjection nor as a precedent of amenability nor active or passive or implied affliction nor in any other way as relinquishing its perpetual legal independence and sovereignty as a center and church corporation.
- **5.** To receive tithes and offerings. To receive property by devise or bequest subject to the laws relating to the transfer of property by will.
- **6.** To act as Trustee under any trust incidental to the principal objects of the corporation and to receive, hold, administer and expend funds and property subject to such trust.
- 7. To enter into, make, perform, and carry out contracts of every kind for any purpose without limit as to amount and with any person, firm, association or corporation--to draw, make, accept endorse, discounts, issue, and execute promissory notes, warrants, and other negotiable or transferable interests.

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- 8. To take, purchase or otherwise acquire-to own, hold, occupy, use and enjoy-manage, improve, develop and work-to grant, sell, exchange, let, demise, and otherwise dispose of real estate, buildings-to assume any and every kind of contract, agreement and obligation by or with any person, firm, corporation or association, or any federal, state, or other government for the erection, construction, alteration, repair, renewal, equipment, improvement, development, use, enjoyment, leasing, management or control of any buildings, improvements or structures of any kind wherever the same may be situated.
- **9.** To purchase or otherwise acquire, to own, hold, use and enjoy, to sell, assign and transfer, exchange or otherwise dispose of, deal in or deal with personal property of every kind and description without limit as to the amount thereof and wheresoever the same may be situated.
- 10. To borrow money and to give and to receive evidence of indebtedness and security therefore to draw, make, accept, endorse, execute, and issue promissory notes, warrants, and other debentures of the corporation by mortgage, trust deed or otherwise.
- 11. To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation and to have and exercise all the powers now or hereafter conferred by the laws of the State of Missouri, upon non-profit corporation.
- 12. The several clauses contained in this statement of purposes shall be construed both as purposes and power and the statements contained in each clause shall, except where otherwise expressed, be in no wise limited or restricted by reference to or inference from the terms of any other clauses, but shall be regarded as independent purposes and powers. The business or purposes of this corporation is from time to time to do any one or more of the acts and things herein set forth and it's hereby expressly provided that the enumeration of specific purpose and powers of this corporation, excepting the provisions and restrictions of paragraphs 2,3 and 4 above in the Article II shall always be construed to prevail to prevent this corporation from ever becoming subject or subsidiary or subordinate or amenable to any organization.

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ARTICLE III A Non-Profit Corporation

This corporation is organized pursuant to the general Not-for-Profit Corporation Laws of the State of Missouri, and the property of this corporation is irrevocably dedicated to religious and charitable purposes, and upon liquidation, dissolution, or abandonment, shall not in inure to the benefit of any private person except that any assets of said non-profit corporation shall go directly to any full gospel church which must also be a not-for-profit corporation as designated by the Board of Directors in their final meeting at the time of dissolution. This full gospel church must at the time qualify as an exempt organization under section 501 (c) 3 or the Internal Revenue Code of 1954.

ARTICLE IV Ordinances

The ordinances of marriage, funerals, baptism, the Lord's Supper, ordinations of ministers, and all other ordinational privileges extended to all churches of the Lord Jesus Christ shall also be made available to the New Life Evangelistic Center as the need may arise.

ARTICLE U Officers and Official Boards

The officers of the New Life Evangelistic Center shall consist of a President, Vice President, and Secretary-Treasurer. These three officers shall be Trustees of the New Life Evangelistic Center. The Director shall be considered the President of the Corporation. There shall also be a Board of Directors and a Board of Trustees. In addition to the President, Vice President, and Secretary-Treasurer there shall be two elected Trustees to complete the Board. Their duties, requirements and terms of office are set forth and governed by Article II, Section 3 of the by-laws.

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ARTICLE VI Departments and Committees

The Center may provide for the establishment of a music department, welfare committee, educational department, publicity committee, or any other departments or committees as the need of the work may require, These committees and departments shall be subordinate to the Center and shall contribute to the harmony and development of the whole. They shall be under the general supervision of the Board of Trustees. The Director shall be an ex-officio member of all committees or department and shall determine when the need for such committees and departments occurs

ARTICLE VII Meetings

A. Board of Directors Meetings

- Section 1. Annual Business Meetings. There shall be an annual Board of Directors Meeting of the New Life Evangelistic Center. This Business meeting shall be held within forty day after Easter each year. All reports shall be read at the annual business meeting with the election of the board directors whose term expires, and the Vice President, Secretary-Treasurer and additional trustees elected in this meeting.
- Section 2. Special Business Meetings. Special business meetings of the Board of Directors may be called by the Directors or by written petition of three-fourths (3/4) of the Board -- the Director must be present at such petitional meetings.
- Section 3. Notice of Business Meetings. Written notices of the date and place of the Annual Business and of any special business meeting shall be sent seven (7) days and not more than thirty (30) days prior to such meetings.
- Section 4. Quorum. No record of any special or regular meeting of the New Life Evangelistic Center shall be made unless one half (1/2) or more legal Board of Directors members are present to constitute a quorum.

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Section 5. Order of Business. The regular order of business for the annual business meeting of the Board of Directors of the New Life Evangelistic Center shall be as follows.

- 1. Devotional
- 2. Reading of the previous minutes by Secretary
- 3. Report of Treasurer
- 4. Report of Committee
- 5. Unfinished business
- **6.** Election of the Board of Directors, Trustees, Vice President, Secretary-Treasurer
- 7. New Business
- 8. Adjournment

This order of business may be altered or suspended at any meeting by a majority vote of the members present. The usual parliamentary rules as laid down in "Roberts' Rules of Order" shall govern all debates when not in conflict with By-Laws.

B. Board of Trustees Meetings

The of Trustees shall meet regularly, at least once a month.

Meeting shall be called by the Director or may be called by written request of three (3) other members of the Board of Trustees. The Director must be present at all Trustee meetings.

ARTICLE VIII Amendment

This constitution may be amended or changed by a two-thirds (2/3) vote of the Board of Directors of the Center in attendance at any regular of special meeting called for that purpose, provided due notice of such proposed change has been made seven (7) days in advance of such meeting.

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BY-LAWS OF THE NEW LIFE EVANGELISTIC CENTER

ARTICLE I Director and President

Section 1. Term of Offices. Reverend Larry Rice is the President and Director of the Corporation. He is also a Trustee of the New Life Evangelistic Center. He shall be in charge of the day to day activities of the Center, but as president of the corporation, he may only vote in case of a tie at Trustees or Board of Director meetings. He shall hold this office until his death or until he shall resign unless a unanimous decision by the Board of Trustees shall request his resignation for a) unscriptural conduct, b) incompetency in office, c) failure to cooperate with the Center's program and ministry. The decision must be approved by a two-third (2/3) vote of the Board of Directors in order to be valid.

resignation of the Director, the Vice President shall serve as temporary Director until the Board of Trustees has nominated a new Director to be immediately voted on by special meeting of the Board of Directors. The Vice President must call a meeting of the Trustees within thirty (30) days of the Director's death or resignation so they can nominate a new Director to be voted on by the Board of Director within fifty (50) days of his departure. The new Director shall take office immediately. A new Vice President as well as a new Secretary may be elected at this meeting if desired.

Section 3. Duties of the Director. The Director shall be considered the spiritual overseer of the Center and shall direct all the Center's activities. He shall preside at all business meetings of the Center and shall be an ex-officio member of all committees and departments. He shall make all day to day decisions for the Center. A majority vote of the Board of Trustees can check any major decision of the Director. The Director than has the right to take it before the Board of Directors. A majority vote of the Board of Directors can either certify or remove the Trustees' restraining order.

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ARTICLE II Officers

Section 1. **Dice President.** The Vice President of the Corporation shall also be a Trustee. He shall also be Vice President of the Board of Directors and of the Board of Trustees and shall assist the Director in all material matters of the Center. His office shall be a yearly elected office by the Board of Directors at the post Easter meeting.

Section 2. Secretary-Treasurer. The Secretary-treasurer of the Corporation shall be a Trustee also. He shall also be the Secretary-Treasurer of the Board of Directors and the Board of Trustees. His office shall be a yearly elected office by the Board of Directors. The Secretary-Treasurer shall provide for an accurate record of all annual and special business meetings of the Corporation. He shall be the custodian of all records. When these records are approved and signed by the President and Secretary-Treasurer, they shall be considered the legal records of the Corporation. A report shall be presented at each annual business session.

five (5) members. They shall meet for the discharge of their duties once monthly and as necessity may demand, upon the request of the Director. The Board of Trustees shall consist of the Center's President, Vice President, Secretary-Treasurer, and two additional members. These Trustees are to **serve for one year**. Since those who are on the Board of Directors, also being members of this board. In the case of death, or resignation of a Trustee, the Board of Trustees shall elect a temporary Trustee (to serve until the next Board meeting) if the one being replaced is one of the four (4) elected Trustees.

The Board of Trustees shall decide upon the salary to be paid to the Director. They are also spiritual advisors to the Director. The Board of Trustees shall also act in an advisory capacity as a building committee in the purchasing of property and the discharging of the same and in all office procedure. They must approve all transactions involving more than \$20,000. Upon the death or resignation of the President, the Board of Trustees shall nominate a new Director to be approved by majority of the Board of Directors. If the nominee is not approved, another nominee must be chosen within two (2) weeks. A majority vote of the Board of Trustees will override a decision of the Director unless he appeals to the Board of Directors and they uphold his decision with a majority vote. A Trustee should be one of the most active participants in the New Life Evangelistic Center.

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Section 4. Board of Directors. Membership in the Board of Directors of the New Life Evangelistic Center shall be eligible to all those sixteen years of age or over, who give evidence of their faith in the Lord Jesus Christ, and agree to be governed by the Constitution and By-laws of the Corporation. They should be active participants into the Center, pledging to support it with prayers, and/or time and/or financial support as the Lord enables. The Board of Directors shall be composed of twelve (12) elected members in addition to the President of the Center who shall be a member of the Board of Directors, and shall serve as its chairman (see Article I, Section 1 of By-laws). Terms of office of the elected members of the Board shall be for three (3) years and one-third (1/3) of the terms shall expire annually. In the event any directorship shall become vacant, the Board may elect a new director to fill the balance of the term.

Membership in the Board of Directors shall be eligible, available to those who have proven their high calling in the Lord's work, exercised through the New Life Evangelistic Center outreach. They shall have the right to annually elect four (4) members for the Board of Trustees. The Board of Directors shall also be the final Board of Appeals when the need may arise.

ARTICLE III Property

Secretary-Treasurer of the New Life Evangelistic Center shall have the power to carry out all the purposes set forth in Article II, Section 7,8,9 and 10 of the constitution. The President along with the Vice President or Secretary-Treasurer's signature shall be sufficient certificate for negotiating any and all of the provided powers in said articles but must receive approval from a majority of the Board of Trustees for transactions involving more than \$20,000.

Section 2. All property of the Center shall be deeded to the New Life Evangelistic Center in its corporate name. The President along with either the Vice President or the Secretary-Treasurer of the Center shall be vested with the authorization to sell, lease, or mortgage the property pursuant to the purposes and powers set forth in Article II, Sections 7,8,9 and 10 of the Constitution of the New Life Evangelistic Center with the consent of the Board of Trustees for more than \$20,000.

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ARTICLE IV Finances

- 1. One member of the Board of Directors is annually elected the Secretary-Treasurer of the New Life Evangelistic Center.
- 2. The President along with the Vice President or the Secretary-Treasurer shall have the authority to set up accounts at the bank and to supply signatures for the opening of said accounts.
- **3.** All checks must be signed by two out of three officers: President, Vice President, and Secretary-Treasurer. The Board of Trustees may authorize the establishment of emergency fund accounts in amounts not to exceed \$3,000.00, and to designate an assignee.
- 4. The books of the Treasurer shall be audited once a year by some auditor who is not on the board of Directors of the Center.
- **5.** A financial report shall be made by the Treasurer at each annual Board of Directors meeting.
- 6. A copy of receipt or canceled check should be gotten for all bills paid.
- 7. There must be vouchers signed by at least two (2) responsible individuals approved by the Director of the New Life Evangelistic Center for offerings received and counted to be entered into the Treasury.

ARTICLE V Employment Regulations

The Director and President of the Corporation shall have the authority to hire employees as well as to declare any hired position vacant. Any employee under charges shall have the opportunity to appeal for a fair and impartial hearing before the Board of Trustees. The action of this Board shall be considered final and the incumbent may have no further recourse.

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<u>ARTICLE VI</u> <u>Amendment</u>

The By-laws of the New Life Evangelistic Center may be amended at any regular or special business meeting by two-thirds (2/3) vote of the Board members seven (7) days prior to the date of the meeting.

ARTICLE UII

No part of the net earnings of the corporation shall inure to the benefit of, to be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this articles, the corporation shall not carry on any other activities 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 1954 (or the corresponding provision of any future United States Internal Revenue Law) or, b) by a corporation, contributions to which are deductible under Section 170 (c) of the Internal Revenue Code of 1974 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VIII

This Not-for-Profit Corporation shall have the power and authority to build construct, rent, lease or operate and run a television or radio station, or enter into the broadcasting field and use all media for the sole purpose of distributing and disseminating its religious beliefs in accordance with the gospel of Jesus Christ, and further, this corporation shall have the right to publish religious newspapers, books operate a publishing house and religion schools in furtherance of the religious teachings of Jesus Christ.

Revised as of August 28, 1997 Board of Directors