

**BYLAWS**

**of**

**DAYBREAK CHURCH**

**of the**

**Christian and Missionary Alliance**

**Adopted December 12, 1999**  
**Revised July 13, 2004**  
**Revised August 30, 2009**



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Daybreak Church of the Christian and Missionary Alliance  
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## **SECTION I: NAME AND LEGAL IDENTITY**

- 1.1 Name.** The name of the corporation shall be "Daybreak Church of the Christian and Missionary Alliance" (hereafter referred to as the "Corporation", "Daybreak Church" or as "this church" or "this Congregation") and the principal office of the Corporation in the Commonwealth of Pennsylvania shall be located at 6 State Road, Suite 107, Mechanicsburg, Pennsylvania, 17055. The Corporation may have such other offices either within or without the Commonwealth of Pennsylvania as the Leadership Team may determine or as the offices of the Corporation may require.
- 1.2 Status and Powers.** Daybreak Church is a nonprofit corporation established under the laws of the Commonwealth of Pennsylvania. The purposes for which Daybreak Church is organized and shall be operated are exclusively religious, charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and, in furtherance of these purposes, the Daybreak Church may:
- (a) receive contributions from whatever source whether unrestricted or for designated purposes and hold the same for such designated purposes or subject to any conditions specified in the terms of the gift or grant and in furtherance of the purposes of Daybreak Church described herein; and
  - (b) otherwise operate exclusively for charitable, religious and educational purposes within the meaning of Section 501(c)(3) of the Code, and solely for such purposes exercise all rights and powers conferred by the laws of the Commonwealth of Pennsylvania upon nonprofit corporations in the course of which operation:
    - (i) no substantial part of the activities of Daybreak Church shall be the carrying on of propaganda, or otherwise attempting to influence legislation, nor shall Daybreak Church participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office;
    - (ii) no part of the net earnings of Daybreak Church shall inure to the benefit of, or be distributable to its directors, officers or other private persons except that Daybreak Church 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 herein; and
    - (iii) notwithstanding any other provisions set forth herein, Daybreak Church shall not carry on any other activities not permitted to be carried on:
      - by a corporation exempt from federal income taxation under Section 501(c)(3) of the Code, or corresponding provisions of any subsequent federal tax laws or
      - by a corporation, contributions to which are deductible for federal income tax purposes.
- 1.3 Affiliation.** Daybreak Church is connected with and subordinate to its parent religious organization, The Christian and Missionary Alliance, a Colorado non-profit corporation. In consideration of the mutual benefits generated and derived from this relationship, and understanding that The Christian and Missionary Alliance is relying hereon in agreeing to initiate or continue such relationship, this church agrees to be subject to and abide by the terms and conditions of Section XV of the Uniform Constitution for Accredited Churches of the Christian and Missionary Alliance (the "CMA Constitution") relating to the reversion of property of accredited churches.
- 1.4 Dissolution.** Should the dissolution of Daybreak Church occur, the Leadership Team shall, after making provisions for the payment of the liabilities of the corporation, dispose of the assets of the Corporation to The Christian and Missionary Alliance as set forth in Section XV of the CMA Constitution.

## **SECTION II: CHURCH MISSION**

**2.1 Mission Statement.** The mission of Daybreak Church is to glorify God by fulfilling the Great Commandment (Matthew 22:36-40) and the Great Commission (Matthew 28:18-20).

**2.2 Purpose.** Daybreak Church will accomplish its mission by pursuing the following purposes:

- 1. Mission** - "To share the good news of Jesus Christ with as many people as possible in our community and throughout the world." (Matthew 28:18-20, Acts 1:8, 2 Peter 3:9).
- 2. Maturity** - "To help members develop toward full Christian maturity and train them for effective ministry. To promote personal, spiritual growth and discipleship through Bible teaching." (Ephesians 4:11-13, Matthew 18:20, Timothy 2:2)
- 3. Magnify** - "To participate in public worship services together and to maintain personal daily devotions." (John 4:24)
- 4. Ministry** - "To serve unselfishly, in Jesus' name meeting the physical, emotional, and spiritual needs of those in our Church, community and in the world." (1 Peter 4:10-11, Matthew 25:34-40, 1 Thessalonians 5:11, Galatians 5:13)
- 5. Membership** - "To encourage, support and pray for each other as members of the family of God. To share our lives together." (I John 1:7, Acts 2:44-47, Hebrews 10:23-25, Romans 15:5,7, John 13:34-35)

This Church seeks to benefit the people of the Greater West Shore Area by providing opportunities for spiritual, physical, intellectual, social and cultural development. (Luke 2:52)

### **2.3 Philosophy of Ministry / Core Values**

- 1. "As you go" Evangelism.** The privilege of every believer is to share Christ with lost people within our life-context.
- 2. Intentional Disciple-Making.** The privilege of every believer is to make life-investments in people that will equip them to be disciple-makers. Obedience to Christ's Great commission leads to exponential expansion of God's Kingdom.
- 3. Spirit-Directed Change.** The adventure of following Christ calls believers to embrace the variety of methods and spiritual giftedness that God uses to accomplish His purposes. Change is the norm and is embraced as the means God transforms individuals and churches into His likeness.
- 4. Radical Obedience.** Life in Christ involves a radical obedience and submission to Scripture personally and corporately as the means of ordering ones life and ministry.
- 5. Celebration Worship.** God calls His people to collectively enter His Presence with:
  - a. joyful worship that gives Him glory;
  - b. testifies to the deity of His Son, Jesus Christ (John 17); and
  - c. and is empowered by His Holy Spirit.
- 6. Relational Ministry.** God calls believers to significant relationships that provide the means for expansion of His Kingdom, spiritual growth, personal support and accountability.
- 7. Risk-taking Faith.** God calls His people to God-sized challenges that require God-given faith to accomplish God-ordained purposes. Daybreak Church is both Faith-Based and Risk-Tolerant. Ambiguity is seen as evidence that a particular challenge is God-sized and is an invitation for us to trust Him.
- 8. Spirit-Directed Leadership.** Leaders are called by God to care for His people. Leaders bear a special responsibility to equip, focus, mobilize and mentor the church to pursue God's agenda. Leaders are called to lead. Daybreak Church believes that Biblical leadership is

neither a democracy nor a representational form of leadership.

**9. Service-Oriented Community.** The privilege of every believer is to follow Christ in a lifestyle of active service. The church is comprised of diverse individuals with unique spiritual giftedness woven together by God to accomplish His purposes.

**10. Prayer-Centered Fellowship.** Prayer is the means of intimate communion with God. God calls His people to both personal and corporate prayer to maintain a vibrancy of spiritual life. The gatherings of corporate prayer will be varied and will include celebration worship, concerts of prayer and cells.

**11. Global Perspective.** God has a passion for lost people that is local, regional and global. God calls His church to equip, send and support His followers on a perpetual basis.

**12. Authentic Relationships.** God calls all of His followers to honest and loving relationships that speak the truth in love and pursue reconciliation as a means of demonstrating God's love and forgiveness. Matthew 18:15-17; Ephesians 4:14-17.

### **SECTION III: CONFESSION OF FAITH**

1. There is one God, who is infinitely perfect, existing eternally in three persons: Father, Son, and Holy Spirit.

2. Jesus Christ is true God and true man. He was conceived by the Holy Spirit and born of the Virgin Mary. He died upon the cross, the Just for the unjust, as a substitutionary sacrifice, and all who believe in Him are justified on the ground of His shed blood. He arose from the dead according to the Scriptures. He is now at the right hand of the Majesty on high as our great High Priest. He will come again to establish His kingdom of righteousness and peace.

3. The Holy Spirit is a divine person, sent to indwell, guide, teach, empower the believer, and convince the world of sin, of righteousness, and of judgment.

4. The Old and New Testaments, inerrant as originally given, were verbally inspired by God and are a complete revelation of His will for the salvation of men. They constitute the divine and only rule of Christian faith and practice.

5. Man was originally created in the image and likeness of God; he fell through disobedience, incurring thereby both physical and spiritual death. All men are born with a sinful nature, are separated from the life of God, and can be saved only through the atoning work of the Lord Jesus Christ. The portion of the impenitent and unbelieving is existence forever in conscious; and that of the believer, in everlasting joy and bliss.

6. Salvation has been provided through Jesus Christ for all men and those who repent and believe in Him are born again of the Holy Spirit, receive the gift of eternal life, and become the children of God.

7. It is the will of God that each believer should be filled with the Holy Spirit and be sanctified wholly, being separated from sin and the world and fully dedicated to the will of God, thereby receiving power for holy living and effective service. This is both a crisis and a progressive experience wrought in the life of the believer subsequent to conversion.

8. Provision is made in the redemptive work of the Lord Jesus Christ for the healing of the mortal body. Prayer for the sick and anointing with oil are taught in the Scriptures and are privileges for the Church in this present age.

9. The Church consists of all those who believe on the Lord Jesus Christ, are redeemed through His blood, and are born again of the Holy Spirit. Christ is the Head of the Body, the Church, which has been commissioned by Him to go into all the world as a witness, preaching

the gospel to all nations. The local church is a body of believers in Christ who are joined together for the worship of God, for edification through the Word of God, for prayer, fellowship, the proclamation of the gospel, and observance of the ordinances of Baptism and the Lord's Supper.

10. There shall be a bodily resurrection of the just and of the unjust; for the former, a resurrection unto life; for the latter, a resurrection unto judgment.

11. The second coming of the Lord Jesus Christ is imminent and will be personal, visible, and premillennial. This is the believer's blessed hope and is a vital truth which is an incentive to holy living and faithful service.

## **SECTION IV: GOVERNANCE**

**4.1 Governing Board.** The Governing Board (herein referred to as the "Leadership Team" shall, from time to time, designate the authorized number of members of the Leadership Team. The designated and authorized number of the members of the Leadership Team shall be approved by the members at the Annual Meeting. The Leadership Team shall be elected by the members at the annual membership meeting based upon the recommendation by the Management Team, to serve until the next annual meeting. All members of the Leadership Team shall satisfy the scriptural standards for church leadership as set forth in Section 4.2 hereof. The Leadership Team may only be removed by a vote of the members or upon dismissal from Membership pursuant to Section IX, Section 9.5 hereof.

**4.2 Scriptural Standards for the Leadership Team** (1 Timothy 3:1-13 and Titus 1:6-9). Members of the Leadership Team shall be:

1. Above reproach
2. Married to one person, if married
3. Temperate
4. Self-controlled, disciplined, and holy
5. Respectable and a person of integrity
6. Hospitable
7. Able to Teach
8. Not an abuser of alcoholic beverages or a user of illegal substances that damage ones body
9. Not violent or overbearing, but gentle
10. Not quarrelsome
11. Not a lover of money or a person who pursues dishonest gain
12. Effective in managing his family
13. Not a recent (less than 2 years) believer in Jesus Christ
14. A person who possesses a good reputation with those outside of the church
15. A person who adheres in belief and practice to the Statement of Faith and the Mission Statement of Daybreak Church

**4.3 Powers of the Leadership Team.** The Leadership Team shall have the following powers and duties:

**1. General Corporate Powers.** Subject to the provisions and limitations of Pennsylvania Corporation Law and any limitations in the Sections of Incorporation and these Bylaws, the activities, business and affairs of the Church shall be conducted and all corporate powers shall be exercised by or under the direction of the Leadership Team.

**2. Specific Powers.** Without prejudice to the general powers set forth above, and subject to same limitations, the Leadership Team shall have the power to:

- a. Select and remove all officers, agents and employees of the Church except for the members of the Leadership Team; prescribe any powers and duties for them that are

- consistent with law, with the Sections of Incorporation and with these Bylaws; and
- b. Change the principal executive office or the principal business office of Daybreak Church in the Commonwealth of Pennsylvania from one location to another, and designate any place within or outside the State or Pennsylvania for the holding of any meeting or meetings of the Directors;
  - c. Adopt, make and use a corporate seal and alter the form of seal; and
  - d. Borrow money not to exceed, in the aggregate, ten percent of the then current annual operating budget and incur indebtedness on behalf of the Church and cause to be executed and delivered for the Church's purposes and in the Church's name, promissory notes and other evidences of debt and securities; and
  - e. Subject to the approval of a majority of the Members at a congregational meeting advertised for such purpose as set forth in Section 9.10 hereof, borrow money and incur indebtedness on behalf of the Church in excess of ten percent of the then current annual operating budget and cause to be executed and delivered for the Church's purposes and in the Church's name, promissory notes and other evidences of debt and securities, and
  - f. Exercise all other powers conferred by the Pennsylvania Corporation Law or other applicable laws.

**3. Counsel to the Management Team.**

- a. Such counsel shall be provided at the discretion of the Management Team.
- b. To determine the compensation of the licensed and/or ordained pastors of the Church.
- c. To conduct such other duties and activities as the Management Team may designate from time to time.

**4.4 Number and Term of Leadership Team.** The authorized number of members of the Leadership Team shall be, until changed by amendment of the Sections of Incorporation or by a Bylaw duly adopted by the members, such number as may from time to time be authorized by resolution of the Leadership Team, provided that such number shall not be less than seven (7), nor more than eleven (11). The Leadership Team shall consist of the Senior Pastor, as defined in Section VI herein, those Pastors, as defined in Section VI herein, selected by the Senior Pastor to serve as members of the Leadership Team and a minimum of five (5) members of the Leadership Team who are elders or deaconesses and not members of the Management Team. A minimum of three elders who are not members of the Management Team shall serve as members of the Leadership Team.

Each member of the Leadership Team may serve two successive three-year terms and shall hold office until a successor has been designated and qualified or until earlier resignation or removal. The members of the Leadership Team, except those required to serve by their position as Senior Pastor or other Pastors designated by Senior Pastor, shall be designated as members "A", "B" or "C". Members of the Leadership Team shall be designated as "A" members, those who are serving the balance of any existing term that shall terminate on or before the close of the Church business year on or about August, 2009, and are nominated to begin a new term beginning in 2009, or in succeeding years, every three year multiple of that date. Members of the Leadership Team shall be designated as "B" members, those who are serving the balance of any existing term that shall terminate on or before the close of the Church business year on or about of August, 2010, and are nominated to begin a new term beginning in 2010, or in succeeding years, every three year multiple of that date. Members of the Leadership Team shall be designated as "C" members, those who are serving the balance of any existing term that shall terminate on or before the close of the Church business year on or about of August, 2011, and are nominated to begin a new term beginning in 2011, or in succeeding years, every three year multiple of that date. In the event of the resignation or removal of a member of the Leadership Team, the replacement of that member shall serve the remaining term, if any, of the resigning or removed member and shall be elected pursuant to the terms of the member(s) classification "A""B" or "C". In the event that the Church modifies its business year, the terms shall be extended to the month of the modified termination date of the business year.



#### 4.5 Meetings of the Leadership Team

1. **Place of Meetings.** Regular or special meetings of the Leadership Team may be held at any place within or outside the Commonwealth of Pennsylvania that has been designated from time to time by resolution of the Leadership Team, provided that meetings outside of the Commonwealth of Pennsylvania shall be approved by the members. In the absence of such designation, meetings shall be held at the principal office of the Church. Notwithstanding the above provisions of this section, a regular or special meeting of the Leadership Team may be held at any place consented to in writing by all of the members of the Leadership Team, either before or after the meeting. If such consents are given, they shall be filed with the minutes of the meeting. Any meeting, regular or special, may be held by conference telephone or similar communication equipment, as long as all members of the Leadership Team participating in the meeting can hear one another. All such members of the Leadership Team shall be deemed to be present in person at such meeting.
2. **Regular Meetings.** Regular meetings of the Leadership Team may be held without notice if the time and place of such meetings are fixed by resolution of the members of the Leadership Team.
3. **Special Meetings**
  - a. **Authority to Call.** Special meetings of the Leadership Team may be called for any purpose and at any time by the Senior Pastor or by at least 50% of the membership of the Leadership Team.
  - b. **Notice.**
    1. **Manner of Giving.** Notice of the time and place of special meetings shall be given to each member of the Leadership Team by one of the following methods: (1) by personal delivery of written notice; (2) by first class mail, postage prepaid; (3) by telephone communication, either directly to the member of the Leadership Team or to a person of such person's office or home who the person giving the notice has reason to believe will promptly communicate the notice to the member of the Leadership Team, (4) by telecopier to home or office of a member of the Leadership Team or (5) by electronic mail, provided there is confirmation that such electronic mail has been opened.
    2. **Time Requirements.** Notices sent by first class mail shall be deposited in the United States mail at least four (4) days before the time set for the meeting. Notices given by personal delivery, telephone, telecopier or telegraph shall be delivered, telephoned, faxed to the member of the Leadership Team or given to the telegraph company at least twenty-four (24) hours before the time set for the meeting.
    3. **Notice Contents.** The notice shall state the time and place for the meeting. However, the notice does not need to specify the place of the meeting if the special meeting is to be held at the Church's principal office. The notice must specify the purpose of the meeting.
    4. **Quorum.** A majority of current members of the Leadership Team present at a meeting duly called and noticed shall constitute a quorum for the transaction of business. Every action taken or decision made by a majority of the Leadership Team present at a meeting duly held at which a quorum is present shall be the act of the Leadership Team, subject to the provisions of Pennsylvania Corporation Law. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of a sole member of the Leadership Team.
    5. **Waiver of Notice.** The transactions of any meeting of the Leadership Team, however called and noticed or wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice, if a quorum is present, and either before or

after the meeting, each member of the Leadership Team not present signs a written waiver of notice, a consent to holding the meeting, or approves the minutes. The waiver of notice or consent shall specify the purpose of the meeting. All waivers, consents and approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Notice of a meeting need not be given to any member of the Leadership Team who attends the meeting without protesting before or at its commencement about the lack of notice.

6. **Action Without Meeting.** Any action required or permitted to be taken by the Leadership Team may be taken without a meeting, if all of the members of the Leadership Team, individually, or collectively, consent in writing to the action. Such action by written consent shall have the same force and effect as the unanimous vote of the members of the Leadership Team. Such written consent or consents shall be filed with the minutes of the proceedings of the Leadership Team.

## **SECTION V: OFFICERS**

- 5.1 **General.** The officers of the Church shall be a Senior Pastor, the Treasurer, the Secretary of the Church and the Vice President of the Leadership Team. The Senior Pastor shall serve as the President of the Church and shall act as the moderator of the Church. The Vice President of the Leadership Team, approved by the members of the church serve also serve as the Vice President of the Church and shall act as the moderator of the Church in the absence of the Senior Pastor. The Secretary shall serve as moderator in the absence of both the Senior Pastor and the Vice President of the Church. The Senior Pastor may not serve concurrently as the Treasurer or Secretary of the Church.
- 5.2 **Election of Officers.** The Officers of the Church shall be approved by the members of the Church at a membership meeting designated for such purpose. All other officers of the Church shall be chosen by the Leadership Team, and each shall serve at the pleasure of the Leadership Team, subject to the rights, if any, of an officer under any contract of employment.
- 5.3 **Removal of Officers.** The Senior Pastor may only be removed, with or without cause, by a vote of not less than 75% of the Leadership Team, except for the vote of the Senior Pastor or pursuant to Section VI hereof. Subject to the rights, if any, of an officer under any contract of employment, all other officers may be removed, with or without cause, by the Leadership Team, at any regular or special meeting of the Leadership Team.
- 5.4 **Vacancies in Offices.** Vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled only in the manner prescribed in these Bylaws for regular appointments to that office. Such vacancies shall be filled as they occur.
- 5.5 **Personal Liability of the Leadership Team.** Members of the Leadership Team shall not be personally liable, as such, for monetary damages for any action taken, or any failure to take any action, unless;
  - (1) the member of the Leadership Team has breached or failed to perform the duties of his or her office under 15 Pa. C.S.A. Sections 512 and 5712; and
  - (2) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness.

This Section 5.5 shall not limit a Leadership Team member's liability for monetary damages to the extent prohibited by the provisions of the Pennsylvania Nonprofit Corporation Law of 1988, as amended.

## **SECTION VI: THE MINISTRY OF THE PASTOR**

The Pastor shall be the spiritual overseer and have the ultimate spiritual leadership over Daybreak Church. The Leadership Team shall not give consideration to any candidate for the pastoral staff without the approval of the district superintendent. Pastoral staff members shall be called by the Leadership Team and appointed by the district superintendent after conference with the Leadership Team. The district superintendent shall suggest to the Leadership Team the names of such workers as in his judgment have proper qualifications for pastoral staff. Upon appointment by the district superintendent, a pastoral staff member and spouse become members of this church. Pastoral staff include all those whose position calls for licensing as an "official worker," as defined in the General Regulations in the *Manual of The Christian and Missionary Alliance*.

Any member of the pastoral staff may resign from this church by giving due notice of this intention to the district superintendent and the Leadership Team. The Leadership Team may, in conjunction with the district superintendent, ask for the resignation of any member of the pastoral staff. Before such action is taken, the Leadership Team and that member of the pastoral staff shall follow the guidelines as prescribed by the district superintendent. The district superintendent, with the approval of the District Executive Committee, shall have the authority to remove or transfer a member of the pastoral staff when the Leadership Team is in disagreement or whenever circumstances make such removal or transfer advisable.

"Pastors" shall mean the Senior Pastor and the pastors of the Pastor's Management Team, such team being determined and appointed by the Senior Pastor in his sole discretion from time to time.

## **SECTION VII: NOMINATING COMMITTEE**

**7.1 General.** The Leadership Team shall appoint a Nominating Committee, herein referred to as the "Leadership Development Task Force." The purpose of the Leadership Development Task Force is to assist the Leadership Team in developing leaders within the church. The Leadership Development Task Force shall serve at the pleasure of the Leadership Team. The Leadership Development Task Force shall work with the Leadership Team by identifying potential ministry leaders in the church, providing encouragement and coordinating training and mentoring opportunities designed to accomplish the mission of Daybreak Church (See CMA Constitution, Section XIII).

**7.2 Elections and Appointment to Offices.** The Leadership Team, Treasurer, Assistant Treasurer and the Secretary shall be nominated by the Management Team and elected at the annual congregational meeting (constitution Sections VII and IX) for their respective terms of office. The Vice President of the Church shall be elected for a one year term by the Leadership Team in accordance with the CMA Constitution, Section VI). The Vice President of the Church shall serve as Vice President of the Leadership Team as set forth in the CMA Constitution.

The Leadership Team shall present its nominations for positions to be filled at the annual congregational meeting via posting in a prominent place in the church at least two weeks prior to the meeting.

Members may present additional nominations for any position to be filled at the annual congregational meeting by: (1) securing the approval from the person to be nominated to be considered for a particular position of leadership and (2) submitting the nominee name in writing no later than one week before the meeting to the Management Team who shall review them with the Leadership Team and the Leadership Development Task Force. The Leadership Team shall consider adding such names to the ballot provided that there are not compelling reasons to disqualify the nomination. In the case of disqualification, the Leadership Team shall explain the reasons for disqualification to the nominee and advise the person submitting the name of the disqualification. No additional nominations shall be made from the floor, however, the congregation may suspend this rule by a two-thirds (2/3) vote when necessitated by special

circumstances.

Persons nominated for any elected position shall have given their prior consent to let their names stand for the position to be filled under either procedure.

- 7.3 Appointment of Chairpersons.** The Leadership Team shall fill any vacant church office due to death, resignation or other reason for the remainder of that year, which may occur after the annual congregational meeting. The Leadership Team shall appoint any other positions deemed necessary after the annual congregational meeting

The chairpersons for the Elders and Deaconesses will be appointed by the Leadership Team.

- 7.4 Elders.** The Elders shall consist of five or more men, the actual number to be determined by the Leadership Team. Elders must satisfy the requirements for leadership as set forth in Section 4.2. Elders shall be elected for three-year cycle terms, one or more being elected at each annual congregational meeting so that the terms of all shall not expire at the same time. An elder cannot serve for more than two consecutive three-year terms. However an Elder may be re-elected after a one year sabbatical from service as an Elder.

Elders shall be sensitive to the spiritual needs of the church and assist the Leadership Team in accomplishing the mission of Daybreak Church (See Church Constitution, Section X, Section 1).

- 7.5 Deaconesses.** The Deaconesses shall consist of five or more women, the actual number to be determined by the Leadership Team. Deaconesses must satisfy the requirements for leadership as set forth in Section 4.2. Deaconesses shall be elected for three-year cycle terms, one or more being elected at each annual congregational meeting so that the terms of all shall not expire at the same time. A Deaconess cannot serve for more than two consecutive three-year terms. However a Deaconess may be re-elected after a one-year sabbatical from service as a Deaconess.

Deaconesses shall be sensitive to the spiritual needs of the church and assist the Leadership Team in accomplishing the mission of Daybreak Church (See Church Constitution, Section X, Section 1).

## **SECTION VIII: FINANCES AND ADMINISTRATION**

- 8.1 Financial and Administrative Oversight.** The Leadership Team shall be responsible to oversee and direct the financial affairs of this church.

- 8.2 Treasurer.** The Treasurer shall receive all monies and funds of Daybreak Church. The Treasurer shall be responsible for the payment of all bills on the order of the Leadership Team, maintain proper records of all financial transactions of Daybreak Church, and filing canceled vouchers and receipts for payments made as set forth in the CMA Constitution. The Leadership Team shall determine where funds of this church shall be deposited. No offerings shall be solicited from the membership except upon approval of the Leadership Team.

- 8.3 Assistant Treasurer.** The assistant treasurer shall assemble and coordinate a team of persons of integrity, approved by the Leadership Team, who shall count and deposit all monies and funds of Daybreak Church. A minimum of three persons shall count funds and a minimum of two persons shall deposit funds. All monies and funds given to and in the name of Daybreak Church shall be deposited in those banks, trust companies, or other valid financial institutions as authorized by the Leadership Team.

The Assistant Treasurer shall also maintain a separate record of all receipts in an appropriate form to satisfy the requirements of the Internal Revenue Service. The assistant treasurer is empowered by these by-laws to issue receipts to donors of Daybreak Church. The Assistant Treasurer shall reconcile, on a monthly basis, deposit statements and accounting records maintained by the Treasurer.

- 8.4 Secretary.** The Secretary shall maintain the corporate records of Daybreak Church and record the minutes of the Congregational meetings of Daybreak Church.
- 8.5 Accounting.** The books or records of Daybreak Church may be inspected by any legitimate person (s) for any proper purpose at any reasonable time. Financial reports shall be made available to the Leadership Team at specific intervals as determined by the Leadership Team. There shall also be an independent yearly audit of the financial records of Daybreak Church as defined in **Article XII, Section 3** of the manual of the Christian and Missionary Alliance. This Section 8.4 shall not be understood to require an external audit performed in accordance with generally accepted auditing standards.
- 8.6 Annual Budget and Compensation Review.** The annual financial budget for Daybreak Church shall be established by the Leadership Team prior to the beginning of each fiscal year. The budget shall be prepared and presented in a manner consistent with the mission of Daybreak Church.
- 8.7 Compensation of the Management Team.** The annual budget shall include a review of the compensation of the Management Team. The new budget and compensation package shall be presented to the church membership at the annual meeting for approval.
- 8.8 Checks.** All checks or orders for the payment of money or other valid evidence of indebtedness issued in the name of the Corporation shall be signed by the Treasurer of Daybreak Church. Checks in excess of fifteen thousand dollars (\$15,000.00) shall be co-signed by the Vice President of Daybreak Church.
- 8.9 Gifts.** The Leadership Team may accept any contributions, gifts, or bequests for the general or special purpose on behalf of the corporation. The Leadership Team may reject or disclaim contributions, gifts, or bequests for any reason, including, but not limited to, concerns for the financial or spiritual liability or incompatibility with the purposes and goals of Daybreak Church. The basis for acceptance or rejection of any contribution, gift, or bequest is not necessarily bound by financial directives, but rather the commitment of Daybreak Church to pursue its principal mission.

## **SECTION IX: MEMBERSHIP**

- 9.1 Standards for Membership.** Membership in this Church shall consist of all persons who have met the qualifications for membership and are listed on the membership role. Qualifications for membership shall consist of:
1. Confession of faith in Jesus Christ and evidence of regeneration.
  2. Belief in God the Father, Son, and Holy Spirit; in the verbal inspiration of the Holy Scriptures as originally given; in the vicarious atonement of the Lord Jesus Christ; in the eternal salvation of all who believe in Him and the eternal punishment of all who reject Him.
  3. Acceptance of the doctrines of the Lord Jesus Christ as Savior, Sanctifier, Healer, and Coming King.
  4. Full sympathy with the principles and objectives of The Christian and Missionary Alliance and cooperation by systematic support of its work.
  5. Such other qualifications for membership as may be stated in the bylaws.
  6. Baptism by immersion as a testimony of salvation.
  7. Completion of the Church's membership class.
  8. A commitment to abide by the membership covenant.

Nothing in this Section IX shall be construed as limiting the right of the Church to refer to persons associated with it as “members”. No such reference, however, shall constitute any such person a member within the meaning of Pennsylvania Corporation Law. The Church may confer, by amendment of these Bylaws, some or all of the rights of a member as set forth in the Pennsylvania Corporation Law upon any such person or persons. Reference in the Bylaws to “members” are not references to such associated persons.

**9.2 Designation of Membership.** In an effort to properly reflect the membership of the Church, two rolls shall be maintained. These rolls shall be updated periodically/

1. Active/Resident Members: All members who reside within the Church’s ministry area or are currently active in the Church.
2. Nonresident Members: Members who have become inactive as a result of moving out of the Church’s ministry area and have not joined another church.

**9.3 Responsibilities of Membership.** The responsibilities of membership are described in the membership covenant.

**9.4 Voting Rights of Membership.** Every Active/Resident Member shall have the right to vote on the following matters: the annual budget of the Church, the election of the Leadership Team and elected Officers as set forth in Section V, the disposition of all or substantially all of the assets of the Church, the merger or dissolution of the Church, the acquisition of real property and related indebtedness, and amendments to the Articles of Incorporation or Bylaws of the Church. Voting by proxy is prohibited.

**9.5 Discipline, Restoration and Dismissal of Members.** Members shall be removed from the Church roll for the following reasons:

1. Death
2. Transfer of membership to another church.
3. By personal request of the member.
4. Discipline or Dismissal by the Leadership Team upon consultation with the Elders of Daybreak Church according to the following conditions:
  - a. The member’s life and conduct is not in accordance with the membership covenant in such a way that the member hinders the ministry influence of the Church in the community.
  - b. Procedures for the discipline of a member shall be according to Matthew 18:15-17.
  - c. Procedures for the dismissal of a member for disciplinary reasons member shall be in accordance to Matthew 18: 15-17 and the Uniform Policy on Discipline, Restoration and Appeal as found in the Manual of the Christian and Missionary Alliance.
5. Inactivity in the life of Daybreak Church for a period of one year as assessed and determined by the Leadership Team.

**9.6 Restoration of Members.** Members dismissed by the Pastors shall be restored by the Pastors according to the spirit of 2 Corinthians 2:7-8, when their life-styles are judged to be in accordance with the membership covenant.

**9.7 Membership Meetings: Place.** Meetings of the members shall be held at a building on the Church property or at such other place or places within or outside Pennsylvania as may be designated from time to time by the Leadership Team.

**9.8 Membership Meetings: General Meetings.** A general meeting of the members shall be held in January of each year at such time as determined by the Leadership Team. This general meeting shall be the annual membership meeting. The purpose of this meeting shall be to adopt an annual budget and to elect the Leadership Team, elected Officers, Elders and Deaconesses. Subject to Section IV of these bylaws, any other proper business may be conducted at this meeting.

**9.9 Membership Meetings: Special Meetings.** Special meetings may be called at any time by the Leadership Team, the Management Team or the Senior Pastor for any purpose by giving notice to

the members in accordance with Section 9.10 (2) of this Section.

#### **9.10 Notice Requirements for Membership Meetings**

1. **General Requirements.** Whenever members are required or permitted to take any action at a meeting, notice shall be given to members no less than two (2) weeks prior to a meeting. Notification of membership meetings shall be given in any of the following manners which shall be deemed to be a reasonable method of calling a membership meeting:

- a. Distribution of written material to the congregation in attendance at a regular weekend service;
- b. Announcement of the meeting in the Church newsletter; or
- c. Delivery by United States mail to each member identified on the membership roll.

2. **Notice of Certain Agenda Items.** Action by the members on any of the following proposals, other than by unanimous approval by those members present and entitled to vote, is valid only if the notice or waiver of notice specifies the general nature of the proposal:

- a. Amending the Articles of Incorporation;
- b. Adopting, amending or repealing Bylaws;
- c. Disposing of all or substantially all of the Church's assets;
- d. Adopting or amending a merger agreement; or
- e. Approving the election to wind up and dissolve the Church
- f. Approving the acquisition of real property and related indebtedness.

**9.11 Quorum.** Those members present and voting at a meeting duly noticed and called shall constitute a quorum of the membership for the transaction of business.

**9.12 Reception of Members.** Persons who desire to become members of Daybreak Church (including transfers) shall make application to the Senior Pastor, or his designee, who shall examine the applicant(s) with respect to the standards for membership and shall submit the application to the Leadership Team regarding a final decision on accepting the applicant into membership. All applicants shall be required to complete a membership orientation which, in addition to several other matters, shall review Section 9.5 of these by-laws "Discipline, Restoration and Dismissal of Members". All approved applicant(s) shall be received into Daybreak Church publicly at any of the services of this church, and their names shall be inscribed on the membership roll.

**9.13 Consent of Members.** Each member of Daybreak Church consents to the exclusive jurisdiction of Daybreak Church in resolving any matter involving church discipline. This consent includes, but is not limited to, giving permission to notify the Leadership Team of a disciplinary action and the reasons for such an action. If deemed necessary by the Leadership Team, this disclosure may also be made to the members of the congregation or any portion of this church.

**9.14 Transfer of Membership.** Members in good standing who desire to be transferred to another church may apply to the Senior Pastor for a letter of transfer, and if approved by the Leadership Team, a transfer shall be granted and signed by the Senior Pastor.

## **SECTION X: AMENDMENTS TO BYLAWS**

**10.1 Amendments to Bylaws.** These Bylaws may be altered, amended, or repealed with the exception of Section Three. New or amended Bylaws may be adopted by an affirmative consensus vote of two thirds of the Leadership Team Church in attendance at any special meeting if at least five (5) days notice is given of an intention to revise or adopt new Bylaws at such meeting. Amendments to by-laws shall not take effect until approved by two thirds of the members in attendance at a public meeting which has been advertised to include an action on an amendment to the by-laws. All modifications must reflect the Constitution of the Christian and Missionary Alliance Church.

## **SECTION XI: CONFLICT OF INTEREST**

Each trustee and officer of the Corporation stands in a fiduciary relationship with the Corporation and is required to perform his or her duties in good faith, in the best interests of the Corporation and with reasonable care. In order to preserve its tax exempt status under Section 501(c) of the Internal Revenue Code of 1986, as amended, the Corporation must avoid conferring a private benefit on individuals, particularly "insiders" which includes trustees or officers of the Corporation. The Leadership Team shall adopt a Conflicts of Interest Policy. Any transaction or arrangement between an "insider" and the Corporation must be approved in accordance with the provisions of such Policy.



## **APPENDIX A MEMBERSHIP COVENANT**

"Having received Christ as my Lord and Savior and been baptized, and being in agreement with Daybreak's statements, strategy, and structure, I now feel led by the Holy Spirit to unite with the Daybreak church family. In doing so, I commit myself to God and to the other members to do the following:

### **1. I WILL PROTECT THE UNITY OF MY CHURCH**

- ...By acting in love toward other members
- ...By refusing to gossip
- ...By following the leaders
- ...By speaking the truth in love and submitting to the discipline of Daybreak Church

"So let us concentrate on the things which make for harmony, and on the growth of our fellowship together." Rom. 15:19(Ph)

"Live in complete harmony with each other - each with the attitude of Christ toward each other." Rom. 15:5(LB)

"Have a sincere love for your fellow believers, love one another earnestly with all your hearts." 1 Peter 1:22(GN)

"Do not let any unwholesome talk come out of your mouths, but only what is helpful for building others up according to their needs..." Eph.4:29

"Obey your leaders and submit to their authority. They keep watch over you as men who must give an account. Obey them so that their work will be a joy, not a burden, for that would be no advantage to you." Heb. 13:17

### **2. I WILL SHARE THE RESPONSIBILITY OF MY CHURCH**

- ...By praying for its growth
- ...By inviting the unchurched to attend
- ...By warmly welcoming those who visit

"To the church...we always thank God for you and pray for you constantly." 1 Thess. 1:2

"Go out into the country...and urge anyone you find to come in, so that My House will be full." Luke 14:23(LB)

"So, warmly welcome each other into the church, just as Christ has warmly welcomed you; then God will be glorified." Rom. 15:7(LB)

### **3. I WILL SERVE THE MINISTRY OF MY CHURCH**

- ...By discovering my gifts and talents
- ...By being equipped to serve by my pastors
- ...By developing a servant's heart

"Serve one another with the particular gifts God has given each of you..." 1 Peter 4:10(Ph)

"God gave... some to be pastors and teachers to prepare God's people for works of ministry, so that the body of Christ may be built up..." Eph.4:11-12

"Each of you should look not only to your own interests, but also to the interests of others. Your attitude should be the same as that of Jesus Christ... who took on the very nature of a servant..." Phil 2:3-4,7

### **4. I WILL SUPPORT THE TESTIMONY OF MY CHURCH**

- ...By attending faithfully
- ...By living a godly life
- ...By giving regularly

"Let us not give up the habit of meeting together... but let us encourage one another." Heb. 10:25

"But whatever happens, make sure that your everyday life is worthy of the gospel of Christ." Phil. 1:27(Ph)

"Each one of you, on the first day of each week, should set aside a specific sum of money in proportion to what you have earned and use it for the offering." 1 Cor.16:2

"A tenth of all your produce is the Lord's, and it is holy." Lev. 27:30

## **APPENDIX B SPECIFIC POLICIES**

**1. Relationship With Other Local Congregations.** As a Christian congregation this church sees its members as part of the Body of Christ within its immediate community. Therefore, this church desires to:

- Fellowship with other members of the Body of Christ on a meaningful basis.
- Work toward the visible manifestation of unity in the Body of Christ in our community.
- Welcome into our midst, ministries from other parts of the Body of Christ.
- Join in mutual endeavors to preach and teach the Gospel and to minister to the needs of the community and humanity.

**2. Nondiscriminatory Policy.** The Corporation adopts a racially nondiscriminatory policy in connection with its church function in that it accepts all people of any race to all rights, privileges, programs, and activities of this church and does not discriminate on the basis of race in administration of its duties as a local church. (It also adopts the publicity guidelines set out by the Internal Revenue Service as are now in force and such as shall be in force in the future.)

**3. Christian Values Statement for Employees.** Daybreak Church believes that the effectiveness of its ministry is directly related to the depth and sincerity of commitment to Jesus Christ demonstrated by each employee and the authenticity and pervasiveness of private faith commitment by each employee. Accordingly, Daybreak Church requires that each employee have and maintain real and vibrant fellowship with Jesus Christ as their Lord and Savior. Each employee is regarded as a full-time ambassador of Jesus Christ and of Daybreak Church. All employees shall behave on and off the job in a manner consistent with demonstrating the message, mission, and character of Jesus Christ and the mission of Daybreak Church. Each employee shall pray for this church, its staff, its ministry and its public constituency on a regular basis. Each employee shall regularly participate in staff devotional activities as his other duties permit and shall be prepared to pray with and provide biblical counsel to those seeking ministry service, if and when periodically requested by his supervisor.

## **APPENDIX C INDEMNIFICATION**

### **1. Definitions.** For purposes of this Section:

- (a) “corporation” means the corporation named at the beginning of these Bylaws, and if it is involved in any consolidation or merger, each constituent corporation absorbed in, and each surviving or new corporation surviving or resulting from, such consolidation or merger;
- (b) “liability” means any compensatory, punitive or other damages, judgment, amount paid in settlement, fine, penalty, excise tax assessed with respect to an employee benefit plan, and cost or expense of any nature whatsoever, including without limitation attorneys’ fees and costs of proceedings;
- (c) “indemnified capacity” means any and all past, present and future service by a representative in one or more capacities:
  - (i) as an elder, deacon, officer, employee or agent of corporation, or
  - (ii) at the request of the corporation, as a director, officer, employee, agent, trustee or fiduciary of another corporation or any partnership, joint venture, trust, employee benefit plan, or other entity, enterprise or undertaking, including service as a representative that imposes duties on or involves service by the representative with respect to an employee benefit plan, its participants or beneficiaries;
- (d) “proceeding” means any threatened, pending or completed action, suit, appeal or other proceeding of any nature, whether civil, criminal, administrative or investigative, and whether formal or informal, and whether brought by or in the right of the corporation, or otherwise; and
- (e) “representative” means any person who (i) serves or has served as a director, officer, employee or agent of the corporation, or (ii) has been expressly designated by the Board as a representative of the corporation for purposes of and entitled to the benefits under this Appendix C.

### **2. Indemnification.** (a) Subject to the subsequent provisions of this Appendix C 2 and of Appendix C 3, the corporation shall indemnify a representative against any liability actually and reasonably incurred by the representative in connection with any proceeding in which he or she may be involved as a party or otherwise by reason of the fact that the representative is or was serving in an indemnified capacity, including without limitation any liability resulting from an actual or alleged breach or neglect of duty, error, misstatement or misleading statement, negligence, or act or omission giving rise to strict or products liability, except to the extent:

- (i) the conduct of the representative is determined by a court to have constituted willful misconduct or recklessness;
- (ii) the conduct of the representative is based upon or attributable to his or her receipt from the corporation of a personal benefit to which the person is not legally entitled;
- (iii) the liability of a representative is with respect to the administration of assets held by the corporation in trust pursuant to Section 5547 of the Pennsylvania Nonprofit Corporation Law of 1988, as amended; or (iv) such indemnification is expressly prohibited by applicable law or otherwise is unlawful.

(b) The corporation shall indemnify a representative under the preceding provisions of this Section 12.2 only if the representative acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the corporation and, with respect to any criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any proceeding by judgment, order, settlement or 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 and in a manner that he or she reasonably believed to be in, or not opposed to, the best interests of the corporation and, with respect to any criminal proceedings, had reasonable cause to believe that his or her conduct was unlawful. Action with respect to an employee benefit plan taken or omitted in good faith by a representative in a manner that he or she reasonably believed to be in the best interests of the participants and beneficiaries of the plan shall be deemed to be action in a manner that is not opposed to the best interests of the corporation.

(c) The corporation shall not indemnify a representative under the preceding provisions of this

Appendix C with respect to any claim, issue or matter as to which the representative has been adjudged to be liable to the corporation in a proceeding brought by or in the right of the corporation to procure a judgment in its favor, unless (and then only to the extent) that the court of common pleas of the judicial district embracing the county in which the corporation's registered office is located or the court in which the action was brought determines upon application that, despite the adjudication of liability but in view of all of the circumstances of the case, the representative is fairly and reasonably entitled to indemnification from the corporation for the expenses that such court deems proper.

(d) Unless ordered by court, any indemnification of a representative under preceding provisions of this Appendix C shall be made by the corporation only upon a determination made in the specific case that such indemnification of the representative is proper in the circumstances because he or she has met the applicable standard of conduct set forth in the preceding provisions of this paragraph. Such determination shall be made (i) by the Board of Elders by a majority vote of a quorum consisting of Elders who are not, and have not been, parties to such action, suit or proceeding; or (ii) if such a quorum is not obtainable, or even if obtainable, if a quorum of disinterested Elders so directs, by independent legal counsel in a written opinion.

(e) To the extent that a representative has been successful on the merits or otherwise in defense of any proceeding referred to in Section 5741 or Section 5742 of the Pennsylvania Nonprofit Corporation Law of 1988, as amended, or in defense of any claim, issue or matter therein, such representative shall be indemnified by the corporation against expenses (including without limitation attorneys' fees and costs of proceedings) actually and reasonably incurred by such person in connection therewith.

(f) If a representative is entitled to indemnification under this Section 11.2 in respect of a portion, but not all, of a liability to which the representative is subject, the corporation shall indemnify the representative to the maximum extent for such portion of the liability.

**3. Limitation on Indemnification.** Notwithstanding any other provision of this Appendix C, the corporation shall not indemnify a representative under this Appendix C for any liability incurred in a proceeding which was initiated by the representative (which shall not be deemed to include counter-claims or affirmative defenses) or in which the representative participated as an intervenor or amicus curiae, unless such initiation of or participation in the proceeding is authorized, either before or after its commencement, by the member.

**4. Advancement of Expenses.** The corporation shall pay, in advance of the final disposition of a proceeding described in Appendix C hereof or the initiation of or participation in a proceeding authorized under Appendix C hereof, the expenses (including without limitation attorneys' fees and costs of proceedings) incurred in good faith in connection with such proceeding by the representative who is involved in the proceeding by reason of the fact that he or she is or was serving in an indemnified capacity. Such advancement of expenses shall be made by the corporation upon its receipt of an undertaking, satisfactory to the corporation, by or on behalf of the representative to repay to the corporation the amounts advanced by the corporation in the event it is ultimately determined that the representative is not entitled to indemnification under this Appendix C.

**5. Insurance.** To effect, secure or satisfy the indemnification and contribution obligations of the corporation, whether under this Appendix C or otherwise, the corporation from time to time may self-insure, obtain and maintain insurance or letters of credit, create a reserve, trust, escrow, cash collateral or other fund or account, enter into indemnification agreements, pledge or give a mortgage upon or a security interest in any property of the corporation, or use any other mechanism or arrangement, in such amounts, at such costs, and upon such other terms and conditions as and when the Board shall determine. Absent fraud, the determination of the Board with respect to such matters shall be conclusive against all security holders, officers and directors, and shall not be subject to avoidance or voidability.

**6. Payment of Expenses.** A person who is entitled to indemnification or advancement of expenses from the corporation under this Appendix C shall receive such payment or advancement promptly after the person's written request therefore has been delivered to the secretary of the corporation.

**7. Interpretation.** The provisions of this Appendix C shall constitute and be deemed to be a contract between

the corporation and its representatives, pursuant to which the corporation and each such representative intend to be legally bound. Each person serving as a representative shall be deemed to be doing so in reliance upon the rights provided by this Appendix C. The rights granted by this Appendix C shall not be deemed exclusive of any other rights to which persons seeking indemnification, advancement of expenses or contribution under this Appendix C may be entitled under any statute, agreement, vote of Board members or disinterested directors, or otherwise, both as to action in an indemnified capacity and as to action in any other capacity. The rights to indemnification, advancement of expenses and contribution provided by this Appendix C shall continue as to a person who no longer serves as a representative, and shall inure to the benefit of his or her heirs and personal and legal representatives.

## **APPENDIX D**

### **Uniform Constitution for Accredited Churches of The Christian and Missionary Alliance**

Each accredited church of The Christian and Missionary Alliance shall adopt and be governed by the following constitution.

#### **PREAMBLE**

The New Testament teaches that the local church is the visible organized expression of the Body of Christ. The people of God are to live and serve in obedience to the Word of God and under the Lordship of Jesus Christ.

The Christian and Missionary Alliance operates on the presupposition that the congregation finds broader meaning and outreach in fulfilling its biblical responsibilities within the life and witness of the denomination.

This Constitution has three objectives:

1. Set out in general an outline for organization and administration for this church.
2. Define the relationship of this church to the district of which it is an integral part.
3. Relate this church to the denominational framework through which the worldwide work of The Christian and Missionary Alliance is carried out.

The Uniform Constitution for Accredited Churches has been framed and adopted by the General Council, the denomination's highest legislative body. The accredited churches of The Christian and Missionary Alliance have participated in this process through their authorized delegates.

This church can, in accordance with this Constitution and in a manner that is consistent with the Bylaws of The Christian and Missionary Alliance, formulate its bylaws so as to carry out its ministry appropriately and efficiently.

This church is an integral part of the district and worldwide fellowship and is united in governance, fellowship, and service in order to promote unity of faith in the fullness of Jesus Christ as Savior, Sanctifier, Healer, and Coming King, and to facilitate the spread of the gospel at home and abroad under the guidance of the Holy Spirit.

#### **ARTICLE I: NAME**

The official name under which this church is incorporated or organized is Daybreak Church of The Christian and Missionary Alliance.

#### **ARTICLE II: RELATIONSHIP**

This church is connected with and subordinate to its parent religious organization, The Christian and Missionary Alliance, a Colorado non-profit corporation. In consideration of the mutual benefits generated and derived from this relationship, and understanding that The Christian and Missionary Alliance is relying hereon in agreeing to initiate or continue such relationship, this church agrees to be subject to and abide by the terms and conditions of Section XV hereof relating to the reversion of property of accredited churches.

### **ARTICLE III: MEMBERSHIP**

Qualifications for membership shall consist of:

1. Confession of faith in Jesus Christ and evidence of regeneration.
2. Belief in God the Father, Son, and Holy Spirit; in the verbal inspiration of the Holy Scriptures as originally given; in the vicarious atonement of the Lord Jesus Christ; in the eternal salvation of all who believe in Him and the eternal punishment of all who reject Him.
3. Acceptance of the doctrines of the Lord Jesus Christ as Savior, Sanctifier, Healer, and Coming King.
4. Full sympathy with the principles and objectives of The Christian and Missionary Alliance and cooperation by systematic support of its work.
5. Such other qualifications for membership as may be stated in the bylaws.

### **ARTICLE IV: ORDINANCES**

Baptism and the Lord's Supper are recognized as the two ordinances of the church. Baptism by immersion is taught and practiced as the scriptural mode.

The Lord's Supper is administered regularly.

### **ARTICLE V: GOVERNMENT**

There shall be an annual meeting of the members of this church to be held at a time specified in the bylaws at which time the members shall receive reports of departments, including audited reports of the treasurers, and shall elect church officers, other members of the Governing Board, elders, deacons, and, where required, trustees. The Governing Board shall conduct the affairs of the church between annual meetings and is amenable to the membership and the district superintendent as constitutionally defined. Other meetings of the members may be called by the Governing Board by proper notice to the membership as specified in the bylaws. On general church matters in which no legal questions are involved, it is understood that all members in good and regular standing who have reached the age of 16 years are entitled to vote, but in matters involving titles of property or legal procedure, the laws of the state determine the age at which members are eligible to vote.

### **ARTICLE VI: THE CHURCH GOVERNING BOARD**

The Governing Board shall consist of at least five members. It shall include the senior pastor, other members of the pastoral staff as the church may determine, elders, deacon(s), secretary, treasurer, and such other members as the church may elect, all of whom shall satisfy the scriptural standards for church leadership and shall be members of this church. The Governing Board shall be the Board of Directors of this church where such body is required by law.

This church by its bylaws shall:

1. Determine the maximum number of Governing Board members.
2. Specify the number of pastors, elders, and deacons to serve on the Governing Board.
3. Designate other Governing Board members as the church may decide to elect.

The senior pastor shall be chairman or, at his request, the Governing Board shall elect an elder as chairman. The Governing Board shall also elect an elder as vice chairman. The Governing Board shall hold monthly meetings for prayer and business and shall report to the church monthly, or as the church may decide. Special meetings of the Governing Board may be called by the chairman or by written request of one-half of the Governing Board members. All officers, committees, and organizations, except the Nominating Committee, are amendable to the Governing Board.

## **ARTICLE VII: OFFICERS**

The officers shall be members of this church and shall satisfy the scriptural standards for church leadership. They shall consist of the following who, with the exception of the senior pastor, shall be elected at the annual meeting of the church: senior pastor, secretary, treasurer, assistant treasurer, missionary treasurer, and such other officers as may be designated in the church bylaws or in the state law.

The offices of treasurer and missionary treasurer may be filled by the same person.

## **ARTICLE VIII: PASTORAL STAFF**

The Governing Board shall not give consideration to any candidate for the pastoral staff without the approval of the district superintendent. Pastoral staff members shall be called by the Governing Board and appointed by the district superintendent after conference with the Governing Board. The district superintendent shall suggest to the Governing Board the names of such workers as in his judgment have proper qualifications for pastoral staff. Upon appointment by the district superintendent, a pastoral staff member and spouse become members of this church. Pastoral staff include all those whose position calls for licensing as an "official worker," as defined in the General Regulations in the *Manual of The Christian and Missionary Alliance*.

Any member of the pastoral staff may resign from this church by giving due notice of this intention to the district superintendent and the Governing Board. The Governing Board may, in conjunction with the district superintendent, ask for the resignation of any member of the pastoral staff. Before such action is taken, the Governing Board and that member shall follow the guidelines as prescribed by the district superintendent. The district superintendent, with the approval of the District Executive Committee, shall have the authority to remove or transfer a member of the pastoral staff when the Governing Board is in disagreement or when-ever circumstances make such removal or transfer advisable.

## **ARTICLE IX: DUTIES OF CHURCH OFFICERS**

**Section 1. Senior Pastor.** The senior pastor shall have oversight of this church. He shall be chairman of the Governing Board except as he may choose to proceed according to the provisions in Section VI. He shall preside at all regular or special meetings of the church membership. He is a member ex officio of all church committees and organizations. When the membership has no pastor, the chairman or vice chairman of the Governing Board shall have oversight of the church in conjunction with the district superintendent. The senior pastor shall be the president of this church where such office is required by law.

**Section 2. Secretary.** The secretary shall keep the minutes of membership meetings and Governing Board meetings and conduct the correspondence of this church as directed by the Governing Board.

**Section 3. Treasurer.** The treasurer shall receive all monies of this church except monies given in freewill offerings toward the pastor's support and those offerings referred to in Section X, Section 2, and missionary monies when there is a missionary treasurer. The treasurer shall be responsible for the payment of all bills on the order of the Governing Board, keeping proper book records of all transactions, and filing canceled vouchers and receipts for payments made. The Governing Board shall determine where funds of this church shall be kept. No offerings shall be solicited from the membership except upon approval of the Governing Board.

**Section 4. Missionary Treasurer.** The missionary treasurer shall account for all missionary monies and oversee the forwarding of the same to the treasurer of The Christian and Missionary Alliance on or before the tenth of the following month.

**Section 5. Assistant Treasurer.** The assistant treasurer shall, with another person or persons appointed by the Governing Board of this church, be responsible to count all monies except freewill offerings given toward the support of a pastor, and keep a separate record of all receipts. The assistant treasurer may be empowered by the by-laws to issue receipts to the donors.



## ARTICLE X: COMMITTEES AND ORGANIZATIONS

**Section 1. Elders.** The elders shall be members of this church and shall be elected as specified in the church bylaws. The elders shall serve with the senior pastor in oversight of the spiritual ministry of the church. They shall constitute the Committee on Membership. They shall be the Committee on Discipline in accordance with the Uniform Policy on Discipline, Restoration, and Appeal of The Christian and Missionary Alliance.

**Section 2. Deacons.** The deacons shall be members of this church and shall be appointed or elected as specified in the church bylaws. The deacons shall have charge of those ministries and charities of the church which the Governing Board and/or bylaws designate, receive offerings for such purposes and dispense the same, and make monthly reports to the Governing Board. Where there are no deacons, the Governing Board shall assume responsibility for their ministries until such are elected or appointed.

**Section 3. Deaconesses.** Deaconesses shall be members of this church and shall be appointed or elected as specified in the church bylaws. The deaconesses shall have charge of those ministries which the Governing Board and/or bylaws designate. Where there are no deaconesses, the Governing Board shall assume responsibility for their ministries until such are elected or appointed.

**Section 4. Trustees.** The trustees shall be members of this church and may be appointed or elected as specified in the church bylaws. Trustees shall have charge of those ministries and duties as designated by the Governing Board, the church bylaws, or the laws of the state in which the church is located. Where there are no trustees, the Governing Board shall assume responsibility for those ministries and duties until such are elected or appointed.

**Section 5. Missions Committee.** A Missions Committee shall be appointed by the Governing Board as specified in the church bylaws. The purpose of the Missions Committee is to assist the pastor in administering the year-round missions program, planning and promoting the annual missions conference, recruiting candidates, and promoting the financial and prayer support of the world-wide ministry of The Christian and Missionary Alliance.

**Section 6. Sunday School.** Each church shall have a Sunday school or a comparable ministry. The Sunday school may be organized according to the Sunday School Constitution as contained in the *Manual of The Christian and Missionary Alliance*. The mission of the Sunday school is to bring people to a saving knowledge of Christ, teach biblical principles emphasizing missions and the centrality of Christ as Savior, Sanctifier, Healer, and Coming King, and equip people for evangelism and Christian service.

**Section 7. Committee on Christian Education.** A Committee on Christian Education may be appointed as specified in the church bylaws. The Committee shall coordinate, as designated by the senior pastor in consultation with the Governing Board, the educational work of the church for all children, youth, and adult ministries. Where there is no appointed Committee on Christian Education, the Governing Board shall assume the responsibilities of the Committee on Christian Education.

**Section 8. Alliance Women in Missions and Prayer.** Local church Alliance Women may be established. They shall be organized according to the Alliance Women's Local Constitution as contained in the *Manual of The Christian and Missionary Alliance*. The mission of Alliance Women is to support and pray for Alliance missionaries and their ministries.

**Section 9. Alliance Men.** Local church Alliance Men may be established. They shall be organized according to the Alliance Men's Local Constitution as contained in the *Manual of The Christian and Missionary Alliance*. The mission of Alliance Men is to bring men to Christ and engage in ministries that are consistent with the objectives of The Christian and Missionary Alliance.

**Section 10. Alliance Youth Group.** An Alliance Youth Group may be organized according to the Alliance Youth Group Constitution as contained in the *Manual of The Christian and Missionary Alliance*. The mission of Alliance Youth Group is to bring youth to Christ, build up youth in Christ, and send youth out for Christ.

**Section 11. Youth Council.** A Youth Council may be appointed by the Governing Board or Committee on Christian Education as specified in the church bylaws and approved by the Governing Board. The Youth Council shall evaluate, initiate, and coordinate the activities of all youth ministries sponsored by the church. It shall be responsible to the Governing Board through the Committee on Christian Education. If there is no Committee on Christian Education, it shall report and be directly responsible to the Governing Board through the pastor.

#### **ARTICLE XI: MISSIONS CONFERENCE**

A missions conference shall be held annually for the promotion and support of the worldwide work of The Christian and Missionary Alliance.

#### **ARTICLE XII: PROPERTY AND RECORDS**

**Section 1. Property.** This church may acquire, own, dispose of, improve, encumber, and convey property, real and personal, for church purposes, in conformity with the laws of the state where the property is situated.

Real property may be purchased, sold, conveyed, exchanged, mortgaged, or encumbered only by order of the membership through the Governing Board in consultation with the district superintendent. In states where trustees are required, the order of the membership shall proceed through them.

**Section 2. Records.** The official records of all officers of the church and all its departments are the property of the church. In the event of the death or resignation of the incumbent or upon the election of his successor, the current records of the office shall be passed on to the newly elected officer. All records other than current shall be kept in a secure repository selected by the Governing Board.

**Section 3. Audit.** All financial records shall be examined annually or at more frequent intervals on order of the Governing Board. At least three persons, none of whom is a financial officer or a church staff member, shall be appointed by the Governing Board to conduct the examination. They shall follow procedures set forth in the current edition of the *Manual for Alliance Church Treasurers (and Pastors)*. The Governing Board shall authorize actions to conform with additional audit standards that may be required by the jurisdiction in which the church is located.

#### **ARTICLE XIII: NOMINATING COMMITTEE**

A Nominating Committee shall consist of the senior pastor, two elected by but not necessarily from the Governing Board, and two elected by the membership at least one month prior to the annual meeting. Members of the Nominating Committee shall be members of this church and shall be elected by ballot at a regular or special meeting of the Governing Board or membership meeting respectively. The Governing Board and the membership shall elect by ballot from among at least four nominees respectively.

#### **ARTICLE XIV: ELECTIONS**

In consideration of elections the Nominating Committee shall present at least one name for each office to be filled. Other nominations may be made from the membership. The officers shall be elected by ballot at the annual meeting. Where only one name is presented, the ballot may be waived by unanimous vote.

#### **ARTICLE XV: REVERSION OF PROPERTY**

Recognizing the purpose of the members of this congregation to support both the doctrines and the mission of The Christian and Missionary Alliance through the contribution of their tithes, offerings, and special gifts, and to ensure that the future use of such assets and real property as this church may from time to time acquire shall not be diverted from this purpose, this church adopts the following property reversion clause.

1. **Property Reversion Events.** Any of the following shall constitute a “property reversion event:” (a) the decision or action of this church to disaffiliate or otherwise separate itself from The Christian and Missionary

Alliance without the prior written approval of such decision or action by the District Executive Committee (or its equivalent) of the district in which this church is located, (b) the failure for any reason of this church to be subject to or abide by any of the purposes, usages, doctrines, or teachings of The Christian and Missionary Alliance, (c) the failure for any reason of this church to qualify as an “accredited church” of The Christian and Missionary Alliance (as such term is defined in the Bylaws of The Christian and Missionary Alliance), or (d) the termination of this church’s existence for any reason.

**2. Determination of a Property Reversion Event.** The determination of whether a property reversion event has occurred shall be considered and decided by the District Executive Committee (or its equivalent) of the district of The Christian and Missionary Alliance in which this church is located in accordance with procedures established from time to time by the Board of Managers of The Christian and Missionary Alliance. The decision of such District Executive Committee (or its equivalent) shall be final and binding on The Christian and Missionary Alliance, the district of The Christian and Missionary Alliance in which this church is located, and may not be challenged by any party in the absence of fraud, collusion, or arbitrariness.

**3. Consequences of a Property Reversion Event.** Upon the occurrence of a property reversion event as determined in accordance with item 2 above, legal title to all real and personal property (tangible and intangible), appurtenances, fixtures, and effects of whatever type then owned, held, or used by this church, without regard to how or from whom acquired, shall, upon the demand of the district of The Christian and Missionary Alliance in which this church is located, revert to and become the property of such district of The Christian and Missionary Alliance. During the period of time between the occurrence of the property reversion event and the complete and final transfer of legal title to the district of The Christian and Missionary Alliance in which this church is located, this church shall hold such property in trust for such district to be used exclusively to further the purposes, usages, doctrines, and teachings of The Christian and Missionary Alliance.

**4. Waiver of Certain Property Reversion Events.** In the event of a property reversion event attributable to differences in doctrine between this church and The Christian and Missionary Alliance, the property reversion process set forth above may be waived upon the approval of (a) at least two-thirds of the active, attending members of this church, (b) the District Executive Committee (or its equivalent) of the district of The Christian and Missionary Alliance in which this church is located, and (c) the Division of National Church Ministries of The Christian and Missionary Alliance.

## **ARTICLE XVI: BYLAWS**

Church bylaws not in conflict with the provisions of the Bylaws of The Christian and Missionary Alliance or the laws of the state may be adopted by a duly called meeting of the church. A copy of such bylaws shall be filed with the district superintendent.

## **ARTICLE XVII: AMENDMENTS**

This Constitution may be amended only by the General Council of The Christian and Missionary Alliance by a two-thirds majority of the votes cast.

## **ARTICLE XVIII: CONFORMANCE WITH APPLICABLE LAW**

In cases where any provision of this Constitution may not conform to state laws, the district concerned shall be authorized to make such adjustments as necessary in counsel with the vice president for National Ministries of The Christian and Missionary Alliance so as to conform to such laws.

## **Ratification of By-Laws**

These By-laws of Daybreak Church of the Christian and Missionary Alliance have been duly ratified on this \_\_\_\_\_ day of \_\_\_\_\_, in the year \_\_\_\_\_.

The following officers attest to this ratification as of the aforementioned date.

President:

Vice President:

Treasurer:

Assistant Treasurer:

Secretary:

The attached schedule identifies the membership role as of the date of the ratification of these By-Laws and the signatures of those members in attendance at the meeting that accepts these By-Laws.

**Daybreak Church**  
**Executive Summary of Corporate Structure and By-Laws**  
**December 12, 1999**

**1. Objectives of Corporate Structure and By-Laws**

- a. Must facilitate accomplishing the mission of Daybreak Church
- b. Must unleash the ministry capacity of the Holy Spirit and the Church
- c. Must be fundamentally built on trust rather than bureaucratic controls
- d. Must provide for flexible decision-making and creativity
- e. Must reinforce the Biblical design of the Church: Leaders lead and feed, the body ministers.

**2. Leadership Team**

- a. Size: 7 to 11
- b. Composition:
  - i. Senior Pastor;
  - ii. Other pastors selected by Senior Pastor to serve on Leadership Team;
  - iii. Minimum of 5 lay elders or deaconesses of which a minimum of 3 shall be elders
- c. Qualifications: Modeled after 1 Timothy 3:1-13 and Titus 1:6-9
- d. Lay members of Leadership Team shall serve three-year terms
- e. Lay members of Leadership Team are nominated by the Management Team (Pastors) and approved (elected) by the members at the annual meeting

**3. Management Team.** Those pastors selected by the Senior Pastor to serve on the Management Team

**4. Officers.**

- a. President: Senior Pastor
- b. Vice President: A lay member of the Leadership Team elected by the by the Leadership Team
- c. Treasurer: A lay member of Daybreak Church nominated by the Leadership Team
- d. Secretary: A lay member of Daybreak Church nominated by the Leadership Team
- e. Assistant Treasurer: A lay member of Daybreak Church nominated by the Leadership Team
- f. Officers, other than the President and the Vice President, are elected by the membership at the annual meeting

**5. Elders.** The Elders shall consist of five or more men, the actual number to be determined by the Leadership Team. Elders must satisfy the requirements for leadership. Elders shall be elected for three-year cycle terms, one or more being elected at each annual congregational meeting so that the terms of all shall not expire at the same time. An elder cannot serve for more than two consecutive three-year terms. However an Elder may be re-elected after a one-year sabbatical from service as an Elder. Elders shall be sensitive to the spiritual needs of the church and assist the Leadership Team in accomplishing the mission of Daybreak Church

**6. Deaconesses.** The Deaconesses shall consist of five or more women, the actual number to be determined by the Leadership Team. Deaconesses must satisfy the requirements for leadership. Deaconesses shall be elected for three-year cycle terms, one or more being elected at each annual congregational meeting so that the terms of all shall not expire at the same time. A Deaconess cannot serve for more than two consecutive three-year terms. However a Deaconess may be re-elected after a one-year sabbatical from service as a Deaconess. Deaconesses shall be sensitive to the spiritual needs of the church and assist the Leadership Team in accomplishing the mission of Daybreak.

The Leadership Team will appoint the chairpersons for the Elders and Deaconesses.