

**The Amended and Restated Corporate Bylaws of  
CALVARY CHAPEL BUHL, INC  
AN IDAHO NON-PROFIT CORPORATION  
AS OF JULY 14, 2020**

**Preamble**

**Statement of Faith, Character, Belief, and Ordinances**

1. We believe that there is one living and true GOD, eternally existing in three persons: The Father, the Son, and the Holy Spirit, equal in power and glory; that this triune God created all, upholds all and governs all things. (Genesis 1:1; Deuteronomy 6:4; Isaiah 44:8 and 48:16; Matthew 28:19-20; John 10:30; Hebrews 1:3).
2. We believe that the scriptures of the Old and New Testaments are the Word of God, fully inspired without error and the infallible rule of faith and practice. The Word of God is the foundation upon which this church operates and is the basis of this church's government. We believe that the Word of God supersedes any earthly law that is contrary to the Holy Scriptures. (Isaiah 28:13; Nehemiah 8:8; John 17:17; 2 Timothy 3:16-17; Hebrews 4:12; 1 Peter 1:23-25; 2 Peter 1:3-4 and 1:21).
3. We believe in the person of God the Father, an infinite, eternal, personal Spirit, perfect in holiness, wisdom, power and love; that He concerns Himself mercifully in the affairs of men; that He hears and answers prayer; and that He saves from sin and death all those who come to Him through Jesus Christ. (Deuteronomy 33:27; Psalms 90:2; Psalms 102:27; John 3:16 and 4:24; 1 Timothy 1:17; Titus 1:3).
4. We believe in the person of Jesus Christ; God's one and only Son, conceived by the Holy Spirit. We believe in His virgin birth, sinless life, miracles and teachings, his substitutionary atoning death, bodily resurrection, ascension into heaven, perpetual intercession for His people and personal, visible return to earth. (Isaiah 7:14; Micah 5:2; Matthew 1:23; Mark 16:19; Luke 1:34-35; John 1:1-2, 8:58 and 11:25; 1 Corinthians 15:3-4; 1 Timothy 3:16; Hebrews 1:8; 1 John 1:2; Revelation 1:8).
5. We believe in the person of the Holy Spirit, Who came forth from the Father and Son to convict the world of sin, righteousness, and judgment, and to regenerate, sanctify and empower for ministry all who believe in Christ; (Acts 1:8; 2 Corinthians 3:18; John 16:8-11; Romans 8:26 and 15:13,16; Hebrews 9:14),
6. We believe the Holy Spirit indwells every believer in Jesus Christ and that He is an abiding helper, teacher, and guide. (John 6:13, 14:16-17 and 16:8-11; Romans 8:26).

7. We believe in the present ministry of the Holy Spirit and the exercise of all Biblical gifts of the Spirit according to the instructions given to us in 1 Corinthians 12-14. (1 Corinthians 14)
8. We believe that all people are sinners by nature and, therefore, are under condemnation; that God saves and regenerates based upon faith by the Holy Spirit, those who repent of their sins and confess Jesus Christ as Lord. (Acts 8:15-17; Ephesians 2:1-3 and 8-9; Romans 3:23 and 5:8; Titus 3:5).
9. We believe in the universal church, the living spiritual body, of which Christ is the head, and all who are born again are a part of the Body of Christ. (1 Corinthians 12:12-13; Ephesians 4:15-16)
10. We believe that the Lord Jesus Christ instituted two ordinances for the church: (a) full immersion water baptism of believers and (b) the Lord's Supper. (Matthew 28:19; Luke 22:19-20; Acts 2:38; 1 Corinthians 11:23-26)
11. We also believe that the Lord Jesus Christ validated the ordinance of marriage. (Matthew 19:4-5 and John 2:1-11)
12. We believe in the Second Coming of Jesus Christ which is His personal, visible return to earth and the establishment of His millennial kingdom, in the resurrection of the body, the final judgment and eternal blessing of the righteous and endless separation of the wicked. (Matthew 16:27; Acts 1:11; Revelation 19:11-16, 20:11-15)
13. We believe in a literal Heaven and a literal Hell and that all those who place their faith, hope and trust in Jesus Christ will spend eternity in Heaven with the Lord, while those who reject Jesus' gift of salvation will spend eternity separated from the Lord. (Psalm 9:17; Matthew 5:3, 5:22, 18:9 and 25:31-34; Mark 9:42-49; Luke 12:5; John 3:18; Hebrews 12:23; 1 Peter 1:4; Revelation 14:10-11 and 20:11-15)
14. We believe in the Pre-Tribulation Rapture of the Church where all believers will meet the Lord in the air before the Tribulation that will come upon the earth. (Isaiah 26:20; Matthew 24:29-31; Luke 21:36; Romans 1:18, 5:9; 1 Thessalonians 1:10, 4:13-16 and 5:9; 2 Peter 2:7-9; Revelation 3:10, 5:7-10 and 7:13-14)
15. We believe in the creation and God as the Creator. We believe that God created man moreover, that He created them male and female. As such, He created them different to complement and complete each other. God instituted monogamous marriage between male and female as the foundation of the family and the basic structure of human society. For this reason, homosexuality, and all other "sexual preferences" or "orientations" are unnatural, sinful, and unacceptable to God. Accordingly, this ministry will not perform any marriage ceremonies between two individuals of the same sex. It will not condone or recognize such

same-sex marriages, civil unions, or domestic partnerships even if the state or federal government passes laws that provide for recognition of such unions.

16. We believe that marriage is exclusively the legal union of one genetic male and one genetic female sanctioned by the state and evidenced by a marriage ceremony. We also believe that legitimate biblical sexual relations are exercised solely within marriage. Hence, sexual activities such as, but not limited to, adultery, fornication, pre-marital sex, incest, polygamy, homosexuality, transgenderism, bisexuality, cross-dressing, pedophilia, and bestiality are inconsistent with the teachings of the Bible and the Church. Further, lascivious behavior, the creation, viewing, and/or distribution of pornography and efforts to alter one's physical gender appearance are incompatible with a true biblical witness. (Genesis 2:24; Matthew 19:4-6; John 4:16-18; Romans 1:18-32; I Corinthians 5:11, 6:9-11, 6:18-20, 7:1-3 and 7:8-9; Galatians 5:19-21; Ephesians 5:3-7; 1 Timothy 1:9-11)

## **Article I.** **Definitions**

1. "Act" – the State of Idaho's 2018 Statutes, Title 30 – CORPORATIONS, Chapter 30 - IDAHO NONPROFIT CORPORATION ACT as it maybe be amended from time to time.
2. "Articles" – the Articles of Incorporation originally filed by Church with the State of Idaho.
3. "Bible" – the Bible referred to in these Bylaws is the collection of sacred writings of the Christian Faith, comprising the sixty-six books comprising the Old and New Testaments. References to "Scripture," "Scriptural," "the Scriptures," "biblical," the "Word of God," and other similar references in this document refer to the same Bible.
4. "Board of Elders / Elder Board" – the governing body of Calvary Chapel Buhl that has all Corporate and Church oversight and management authority. The terms/titles "Board of Directors" (corporation related) and "Board of Elders" (church related) are interchangeable in their use and application. Members of both bodies shall consist of the Senior Pastor, Assistant Pastor and all appointed Elders.
5. "Board of Directors" – See Board of Elders / Elder Board
6. "Church" – Calvary Chapel Buhl and any subsidiary organizations falling under Calvary Chapel Buhl's 501(c)(3) exemption with the Internal Revenue Service including but not limited to such Church Plants or Out Reaches that may now or in the future exist.
7. "Code" – the Internal Revenue Code of 1986, as amended or corresponding provisions of any subsequent federal tax laws or regulations.

8. "Consensus" – the process followed for purposes of governance in all matters of the Church whereby adequate discussion, deliberation and evaluation lead to general agreement and harmony as to the specific directions or decisions.
9. "Corporate Officers" – The officers of the Calvary Chapel Buhl shall be; President, Secretary, Treasurer and such other officers as the Board of Elders may appoint. One person, other than the President may hold multiple offices, however, except for the President, are not required to be Board of Elder members.
10. "Deacon" – a male member of the Church nominated by the Congregation, "Tested and Ratified" by the Elder Board as possessing those qualities of Deaconship as defined by Scripture. Deacons shall serve at the pleasure of the Senior Pastor and Elders and may perform any Church and/or Business duties delegated to them. Deacons shall serve a term of 3 years (Effective May 1<sup>st</sup> through April 30<sup>th</sup> of each year).
11. "Elder" – a male member of the Church, recognized by the Elder Board, that possesses those qualities of Eldership which are defined by Scripture. Only those Elders currently sitting on the Elder Board may perform the governing functions of the Elder Board as defined in this document. Men called Elders but not actively serving on the Elder Board may assist in a ministerial capacity as needed and under the consensus of those currently sitting on the Elder Board.
12. "Senior Pastor" – a male member of the Church, filled with the Holy Spirit, who is responsible for Shepparding the congregation, teaching, exhorting, and discipline. The Senior Pastor shall serve as the Chairman of the corporate "Board of Directors", holds the offices of "President of the Corporation", and Chairman of the "Board of Elders." He shall be responsible for all business matters and the spiritual health of Calvary Chapel Buhl. Wherever in these bylaws any of the position titles are used, they are deemed interchangeable within the context used.

## **Article II.**

### **The Corporate Offices**

1. **Principal Office.**
  - a. The principal office for the transaction of the business of the corporation is fixed and located at 1004 Burley Ave, Buhl, ID 83316. The Board of Elders may at any time or from time to time, change the location of the principal office from one location to another.
2. **Other Offices.**
  - a. The Board of Elders may at any time establish branch or subordinate offices at any place or places where the corporation is qualified to do business.

**Article III.**  
**Adherence to Authority and Statement of Faith**

1. Every pastor, pastoral assistant, board member, officer, employee, ministry leader, staff member (collectively referred to as “Affiliates”) shall be in submission to the spiritual authority of the Senior Pastor and Board of Elders. Affiliates of Calvary Chapel Buhl shall affirm their agreement with the Statement of Faith and agree to conduct all activities and affairs in congruence with the Statement of Faith. Each Affiliate whose confession of faith or behavior conflicts with this Statement of Faith may be subject to removal and termination by the Senior Pastor, Board of Elders, or their assignees, from his or her position or responsibility. Further, the Senior Pastor, the Board of Elders, or their assignees, may prohibit the fellowship and attendance of any person from Calvary Chapel’s services and meetings as discussed below in Article XI.

**Article IV.**  
**The Purpose**

1. The purpose of Calvary Chapel is threefold;
  - a. To worship God the Father, Son, and Holy Spirit;
  - b. To build up the Church of Jesus Christ through the teaching of the Word and the ministry of the Spirit;
  - c. To evangelize by presenting the Gospel message that leads men and women to repent and confess Jesus Christ as Lord.
2. The general operational purposes for which this corporation is organized are exclusively religious within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code including, but not limited to, for such purposes, the establishing and maintaining of religious worship, the building, maintaining and operating of churches, bookstores, café’s, parsonages, conference centers, schools, colleges, chapels, daycare services, radio stations, television stations, rescue missions, missionary auxiliaries, missions outreaches, print shops, camps, internet activities and any other ministries that may be approved by the Board of Elders, all of which are established for the benefit of the congregation of Calvary Chapel Buhl, Inc. by providing opportunities for spiritual, physical, intellectual, social and cultural development. Without limiting the generality of the foregoing, Calvary Chapel Buhl, Inc. is organized to act as a church proclaiming the Gospel of Jesus Christ throughout the world.

## **Article V.**

### **Membership**

1. This corporation shall have no members of any class as defined in Idaho Nonprofit Corporation Law.
2. Any action which would otherwise require approval by a majority of all members or endorsement by the members shall require only approval of the Board of Elders. All rights which would otherwise vest under the Non-profit Religious Law in the members shall vest in the Board of Elders.
3. Congregation: Any person who is a believing and confessing Christian acknowledges and accepts Jesus Christ as Lord and Savior, agrees that the Bible is the inerrant Word of God, ascribes to the Calvary Chapel Buhl Statement of Faith, and contributes to the Church regularly is considered a "Congregant." Any Congregant may request in writing to inspect any of the following:
  - a. The Articles of Incorporation of the Church;
  - b. These Bylaws;
  - c. Other appropriate policy statements, guidelines, and/or summary reports of the Church;
  - d. Limits of Congregant Inspection Privileges.
    - i. Notwithstanding anything to the contrary in these Bylaws, the Board of Elders may, for good cause as determined by the Board of Elders, refuse to allow any Congregant the privilege of inspecting any records or any portion of any records of the Church at any time in its sole discretion.
    - ii. All requests for financial or church-related information must be submitted to the Chairman of the Board in writing.
    - iii. The Board may condition any inspection by a Congregant on the delivery to the Board of certain written assurances and a Confidentiality Statement being signed.
    - iv. The Board may place any restrictions on a Congregant's privilege of inspection as the Board may determine, from time to time, in its discretion, including, without being limited to, inspection time and place, restrictions on copying of records and materials, restrictions on access of a Congregant's agents and/or attorneys to any such records or materials, and confidentiality and non-disclosure obligations.
    - v. The privilege of inspecting any records of the Church shall only be allowed after the Congregant signs a Statement of Faith.

**Article VI.**  
**Government/Senior Pastor, Board of Elders, Officers**

1. The Headship of Christ.

- a. The government of this corporation shall focus on seeking and maintaining the Lordship and direction of Jesus Christ over the ministry and of any other activity in which the corporation is engaged. All those in authority shall continually seek His mind and will, through His Spirit and the Word of God, in all actions and decisions.

2. The Senior Pastor

- a. His Qualifications. (See 1Timothy 3:1-13, Titus 1:5-9). The Senior Pastor (also Chairman/President) shall be generally qualified, according to the qualifications for a ruling elder. The Senior Pastor shall be a Spirit filled, gifted teacher of the Word, an ordained pastor of good reputation, with a Biblical theology, holding to the Divine inspiration and inerrancy of God's Word. He must be Christ centered, Spirit filled, and willing to serve a non-denominational ministry without promoting denominational interest. He must also be firmly committed to and actively support the Statement of Faith presented in the Preamble of these Bylaws.
- b. His Compensation. The Senior Pastor's initial compensation, if any, shall be specified by the Board of Elders at the time of his election. The corporation may provide, as possible, adequate salary, health insurance, other insurances, retirement benefits, expense allowance, housing allowance, conference funds, vacation time, continued education, and other special funds as needed for his ministry and the care of his family. The corporation shall also defray the costs of sending the Senior Pastor to out-of-town conferences or conventions attended for the benefit of and furthering of the ministry. The Senior Pastor's salary shall be reviewed on an annual basis and adjusted as appropriate considering the cost-of-living for the location where the corporation has its principal office
  - i. Concurrent with the review of the Senior Pastor's salary and benefits, the Elders will pass a summary compensation resolution which will designate base compensation, housing allowance, and other details necessary for clarity of the Pastor's compensation package. This resolution is also necessary for the Pastor's documentation and preparation of his personal income tax return.
- c. Termination and Removal. For the purpose of the potential termination of the Senior Pastor/President/Chairman of the Board, all requests and or accusations from any party concerning the removal of the Chairman of the Board/Senior Pastor shall require at least two (2) witnesses who must (a) first bring the accusation personally to the Senior Pastor, (b) substantiate the ground(s) for removal and (c) testify of facts, not hearsay, surrounding such accusations (1 Timothy 5:19-20) and, if there is incriminating evidence, then the evidence will be presented to the Board of Elders. The Board of Elders shall document its case along with all relevant supporting material and present it to the Senior Pastor for his prayerful consideration. Grounds for

termination and removal shall be related primarily to moral, financial or other spiritual integrity issues as outlined in 1 Timothy and Titus and non-compliance with the Statement of Faith or the fundamental doctrines of the Calvary Chapel ministry.

- i. If the Senior Pastor agrees with the findings and willingly agrees to resign, he shall submit his Letter of Resignation to the Board of Elders.
  - ii. If the Senior Pastor does not agree with the findings of the Board of Elders, the Senior Pastor shall submit a written response to the Board of Elders.
  - iii. The Board of Elders shall prayerfully and objectively weigh all accusations, issues, and testimonies concerning the charges against the Senior Pastor. If, in the opinion of the Board of Elders, sufficient charges and evidence exist that lead them to recommend that the Senior Pastor be removed, the Board of Elders will bring in three (3) outside Calvary Chapel Senior Pastors (see 1) below) to provide guidance and direction and to assist them in their considerations and recommendation.
    1. The Board of Elders will select one of the pastors, the Senior Pastor will select one of the pastors, and then the two selected pastors will select the third pastor.
  - iv. All of the charges, facts, evidence and conclusions will be presented to these three outside Calvary Chapel pastors who will then issue their findings to the Board of Elders. The Board of Elders will consider the outside pastor's recommendation in developing its' final recommendation.
  - v. If the three outside Calvary Chapel pastors recommend that the Senior Pastor be dismissed, the Board of Elders will present the findings to the Senior Pastor. If he chooses to resign, the Senior Pastor will issue a Letter of Resignation to the Board.
  - vi. If the Senior Pastor chooses to not resign, he will be terminated from the office of Senior Pastor.
  - vii. If the three outside Calvary Chapel Pastors find that the Senior Pastor should be retained, the Board of Elders will cease all actions related to termination of the Senior Pastor.
- d. Senior Pastor Succession: In the event that the Senior Pastor resigns, retires, is terminated, dies, or for any other reason than for Termination or Removal, as mentioned above in Article 7, Item 9F, is no longer able or willing to continue in his role as Senior Pastor, the Board of Elders will appoint the Assistant Pastor to serve as Interim Senior Pastor, Interim Chairman of the Board of Directors and Interim President of the Board of Elders.
- e. If there is an interim period between the termination of the Senior Pastor or his inability to serve and the appointment and approval of a new Senior Pastor, the Board of Elders, at its' discretion, will designate the Assistant Pastor to serve in the role of Interim Senior Pastor and Interim Chairman of the Board Directors and President of the Corporation until the new Senior Pastor has been appointed and approved. These "Interim" roles and positions will cease immediately upon the appointment and confirmation of the new Senior Pastor.



3. The Board of Elders:

- a. Subject to the provisions of the Idaho General Corporation Law and its related non-profit provisions and any limitations in the Articles of Incorporation and these Bylaws, the business and affairs of the corporation shall be managed, and all corporate powers shall be exercised by or under the direction of the Senior Pastor and the Board of Elders.
- b. The Board may delegate the management of the activities of the Corporation and or Church to any other Board, Committee, person or persons, provided that the activities and affairs of the Church will be managed, and all corporate powers will be exercised under the ultimate direction of the Senior Pastor and the Board of Elders. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the Board would have the following powers in addition to the other powers enumerated in these Bylaws:
  - i. To recommend the election and removal of all Officers, including the president as prescribed elsewhere in these bylaws; to prescribe powers and duties for the Officers as may not be inconsistent with law, the Articles or these Bylaws; to fix their compensation; and to require from them security for faithful service.
  - ii. To provide input and guidance to the Senior Pastor concerning the affairs and activities of the Church and to assist with the establishment of such rules and regulations therefore not inconsistent with law, the Articles or these Bylaws, as may be deemed best.
  - iii. To adopt, make and use a corporate seal and to alter the form of such seal from time to time, as they may deem best.
  - iv. To loan and borrow money and incur indebtedness for the purposes of the Church, and to cause to be executed and delivered, therefore, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations or other evidences of debt and securities, therefore.
- c. Their Ministry:
  - i. The Board shall assist the Senior Pastor in fulfilling the vision and scope of the ministry as given by Jesus Christ to the Senior Pastor. They shall execute all policies as set forth jointly by the Senior Pastor and Board of Elders.
  - ii. Subject to limitations of the Articles of Incorporation, other sections of the Bylaws, and of Idaho law, all corporate powers of the corporation shall be exercised by or under the authority of the Senior Pastor with the assistance of the Board of Elders. The business and affairs of the corporation shall be overseen, directed, and managed by the Senior Pastor with the assistance of the Board of Elders.
- d. To provide input and guidance related to the affairs and business of the corporation and by making resolutions directed to and performed by the Officers of the corporation that are not inconsistent with the Scriptures, the law, the Articles of Incorporation, or the Bylaws.

- e. Elder Qualifications (See I Timothy 3:1-13, Titus 1:5-9, Acts 6:3).
  - i. Personal qualifications: Serious, not double-tongued, and not a drunkard. He shall be a man of high moral character, a one-woman man, temperate, prudent, respectable, hospitable, able to teach, not self-willed, self-controlled, just, devout, and not covetous. He shall be a man of good reputation, full of the Holy Spirit and wisdom.
  - ii. Family Relations: The Elder Board Member shall be a man of good reputation regarding family, whether married or single. He is to be a man who rules his home well, leading his family in the ways of God and His Word.
  - iii. As to faith: The Board Member shall have a demonstrated obedience to the faith, be mature, and have a proven Christian walk.
  - iv. Ministerial Skills: The Board Member must be committed to serving the Lord's purpose and calling on his life. He must be first set apart and committed to the Lord. He must be committed to supporting the calling and leadership of the Senior Pastor, along with the ministry and message of the Church. He must be actively involved in service and be in good standing and reputation within the Church and community.
  - v. Each Board Member must be a regular attendee of and contribute regularly to Calvary Chapel of Buhl.
- f. Number of Elders.
  - i. The Board of Elders shall consist of a maximum of eleven (11) and a minimum of three (3) until the number of Elders is changed by amendment of these Bylaws, as determined by the Senior Pastor and the Board of Elders.
- g. Elections and Term of Office of Elders. Elders are to be nominated by the Senior Pastor and/or the Board of Elders and then ratified by a unanimous vote of the entire Board of Elders. The term of the Senior Pastor and Assistant Pastor(s) will be perpetual and will continue until their resignation or removal as Pastor(s).
  - i. The term of non-pastoral board members shall be three (3) years. Upon completion of a three-year term, a board member must remain off of the board for at least one (1) year before he can be reappointed for a new term. The Board may retain the current Board members as needed
- h. Vacancies.
  - i. Except as otherwise provided in these Bylaws or by applicable law, a vacancy or vacancies in the Board will be deemed to exist in case of the death, resignation, or removal of any Elder or if the authorized number of Elders is increased. A vacancy occurring in the Board of Elders shall be filled by the Senior Pastor with ratification by a unanimous vote of the remaining Elders then in office, even though less than a quorum.
  - ii. A majority of the Board may declare vacant the office of an Elder who has been declared of unsound mind by a final order of court, or convicted of a felony or been found by a final order or judgment of any court to have breached any duty arising under applicable law.

- i. Quorum. The presence in person or by proxy of a majority of the Elders of the Board of Elders, which must include the Senior Pastor or his designee, of this corporation shall constitute a quorum for the transaction of business. If the Senior Pastor or his designee is not present, there will not be a quorum. However, the Senior Pastor cannot refuse to attend a meeting that he is able to attend.
  - i. Every act or decision done or made by a majority of the Elders present at a meeting duly held at which a quorum is present will be regarded as the act of the Board, unless a greater number is required by law, by the Articles, or by these Bylaws, except as provided in the next sentence. The Elders present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough Elders to leave less than a quorum, if any action taken (other than adjournment) is approved by at least a majority of the Elders required to constitute a quorum.
- j. Place and Time of Regular Meetings. Regular meetings of the Board of Elders may be held at any place, as designated by the Senior Pastor no less than annually and or at any time designated by the Board of Elders. Meetings may be called at the election of the Senior Pastor or Corporate Secretary, as long as the conditions of these bylaw provisions are met. Meetings may be conducted by telephone, e-mail or by written agenda so long as a quorum of Elders votes on any resolution on the written agenda. In such circumstances, the written agenda shall be mailed to each member of the Board, via postal mail, e-mail or internet, at least 72 hours prior to the scheduled meeting. Notice of any meeting of the Board of Elders shall be given either personally, by first class mail, by e-mail or by other acceptable electronic communication means. All such 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 shall be deemed given to any Elder who attends the meeting without protesting before or at its commencement, the lack of notice to that Elder. Board Meetings are desired to be held on at least a monthly basis.
- k. Special Meetings. Meetings of the Board of Elders for any purpose or purposes may be called at any time by the Senior Pastor or by a majority of the Board. Attempts must be made to contact all Board of Elder members for special meetings. The transactions of any meeting of the Board of Elders however called and noticed and wherever held, shall be as valid as though at a meeting held after regular roll call. All approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Members of the Board of Elders may participate in a meeting through the use of conference telephone or similar communications equipment, as long as all members participating in such meetings can hear one another.
  - i. Special meetings may also be held by polling the Elders individually by telephone, e-mail, or other electronic means by the President or Secretary of the Board. Such participation shall constitute personal presence at a meeting. A Quorum must be present or polled to have an official Special Meeting.
- l. Waiver of Notice. Notice of a meeting need not be given to any Elder who signs a waiver of notice or a written consent to holding the meeting or an approval of the

- minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such Elder. All such waivers, consents and approvals will be filed with the corporate records or made a part of the Minutes of the meetings.
- m. Adjournment. A majority of the Elders present, whether or not a quorum is present, may adjourn any Board of Elder's meeting to another time and place. Notice of the time and place of holding an adjourned meeting need not be given to absent Elders if the time and place be fixed at the meeting adjourned, except as provided in the next sentence. If the meeting is adjourned for more than 24 hours, notice of any adjournment to another time or place will be given prior to the time of the adjourned meeting to the Elders who were not present at the time of the adjournment.
- n. Transactions of the Board. Except as otherwise provided in the Articles of Incorporation, in these Bylaws or by law, every act or decision done or made by a majority of the Elders present at a meeting duly held at which a quorum is present shall be the act of the whole Board of Elders, provided, however, that any meeting at which a quorum was initially present may continue to transact business notwithstanding the withdrawal of Elders, if any action taken shall be approved by at least a majority of the required quorum for such meeting, or such greater number as is required by law, the Articles of Incorporation, or these Bylaws. Minutes will be kept for each meeting of the Board of Elders.
- o. Action Without Meeting. Any action required or permitted to be taken by the Board of Elders may be taken without a meeting, if all members of the Board of Elders, individually or collectively, have been notified of the meeting in writing, by e-mail, or other accepted electronic communication to such action, and if a quorum of the members has responded. Such written notification shall be filed with the Minutes of the proceedings of the Board of Elders. Such action by written consent shall have the same force and effect as the unanimous vote of such Elders.
- p. Removal. An Elder other than the Senior Pastor may be removed from office only after the concern and or issue has been presented to the Senior Pastor for his prayerful consideration. For the purpose of potential removal, all requests and or accusations from any party concerning the removal of such members of the Board shall require at least two (2) witnesses who must (a) substantiate the ground(s) for removal and (b) testify of facts, not hearsay, surrounding such accusations. (1 Timothy 5:19-20). An Elder may be removed if they are not in full support of the Statement of Faith. Board members may bring a motion to remove another board member. On a majority vote of the Board, the Elder may be removed.
- i. 1 Timothy 3:2-13 and Titus 1:5-9 will provide the general biblical basis for the consideration of the removal of any Elder.
- q. Fees and Compensation. The Elders shall receive no compensation for their services as Elders. This subsection shall not be construed to preclude any Elder from serving the corporation in any other capacity as an officer, agent, employee, consultant, or otherwise, and receiving reasonable compensation for those services. Elders may

also receive reasonable reimbursement for expenses as may be fixed or determined by the Board.

- r. Insurance. The Board will carry Elder's (Directors) Liability and Errors & Omission insurance policies to protect their activities as Elders.
- s. Rights of Inspection. Every Elder has the absolute right at any reasonable time to inspect all books, records, and documents of every kind and to inspect the physical properties of the Church.

## **ARTICLE VII.**

### **The Corporate Officers (Chairman of the Board of Directors, President, Secretary, Treasurer)**

#### 1. Their Ministry:

- a. The Officers shall carry on various duties within the corporation to meet the needs of the ministry under the direction of the Senior Pastor and the Board of Elders.
- b. The Senior Pastor shall also hold the offices of Corporate President, Chairman of the Board of Directors, and Chairman of the Board Elders. Any reference to any one of these positions refers to all three.
- c. The Officers shall provide advice and counsel to the Chairman of the Board(s) regarding the financial and business needs, compliance with local, State and Federal statutes, and best business practices which may arise in the ministry; In general terms, the Officers are accountable to the Board of Directors and to assist the President and Board of Elders in the business decision of Calvary Chapel Buhl.

#### 2. Their Qualifications (See I Timothy 3:1-13, Titus 1:5-9, Acts 6:3).

- a. Personal qualifications: Serious, not double-tongued and not a drunkard. He shall be a man of high moral character, a one-woman man, temperate, prudent, respectable, not self-willed, self-controlled, just, devout, and not covetous. He shall be a man of good reputation, full of the Holy Spirit and wisdom. The officer shall be a man of good reputation regarding family whether married or single. He is to be a man who rules his home well, leading his family in the ways of God and His Word. The Officer shall have a demonstrated obedience to the faith, be mature, and have a proven Christian walk. The Officer must be committed to serve the Lord's purpose and calling on his life. He must be foremost set apart and committed to the Lord. He must be committed to supporting the calling and leadership of the Senior Pastor, along with the ministry and message of the Church. He must be actively involved in performing the duties of an Officer and be in good standing and reputation within the Church and community.
- b. In addition to their spiritual walk, Officers should demonstrate a business acumen and experience needed to make sound judgments and provide wise counsel to the President and Boards as needed.

3. Election. The Chairman of the Board with a unanimous vote from the Board of Elders shall appoint the Officers of the corporation. Board Members may recommend potential Officers to the Senior Pastor.
  - a. Chairman of the Board and President responsibilities
    - i. The Chairman of the Board shall be the Senior Pastor and President of the corporation. Any reference to one of these positions is a reference to all of these positions. The Chairman of the Board/President shall provide general supervision and overall direction of the ministry along with oversight and management of all of the affairs of the corporation.
    - ii. Pastoral Duties. The Chairman/President shall minister unto the Lord in regular personal worship and praise. He shall give himself to the ministry of Prayer and the Word (Acts 6:4) and seek to walk uprightly before the Lord in his personal life. He shall seek the mind of God. The Chairman shall be the Senior Pastor-Teacher of the Calvary Chapel Buhl ministry and President of the Board. He shall give considerable time to the study of the Word and shall teach the Scriptures to others by precept and example. His aim shall be to teach the Word of God, including conducting Bible studies, worshiping and sharing the message and good news of Jesus Christ, using personal evangelism, preaching, comforting, and any other activity directed for Christian purpose; and shall primarily evangelize and assist others in seeking and finding the Lord and any other ministry associated with such purpose. In all matters and activities, he shall guard the ministry against the attack of the enemy.
    - iii. Corporate Duties. The Senior Pastor of Calvary Chapel Buhl shall be the President of the corporation and the Chairman of the Board of Elders. He shall direct, manage and oversee the business of the church on a daily basis and give leadership direction to the Assistant Pastors, Officers and employees, if any. The Chairman/President shall have general supervision of the entire ministry and all its dealings, whether spiritual, financial or business-related, and shall be in charge of all matters, decisions and affairs of the corporation, including but not limited to: gatherings and meetings, distribution of materials, Bible studies, hiring and firing of staff, evangelistic activities and support activities.
  - b. Secretary, Treasurer, Vice President
    - i. Their General Responsibilities
      1. Other than responsibilities set forth in other Articles, sections and subsections of these Bylaws and those duties customarily performed by such Officers in an Idaho corporation, the Chairman shall define an Officer's ministry upon his or her appointment. Such Officer shall serve under the Chairman's direction and with the Chairman in the fulfilling of the purposes of this corporation.

ii. Specific Duties

1. The Treasurer. The office of Treasurer, with assistance from the Board, shall provide input, guidance and general oversight to the Chairman in order to assure the financial integrity and legal compliance of the corporation.
  2. The Secretary. The Secretary shall assist with the general oversight and assurance that all corporate records are maintained, available and up-to-date. He will keep, or cause to be kept, a full and complete record of all the proceedings of the Board of Elders; shall keep, or cause to be kept, the seal of the corporation and affix it to such papers as may be required in the regular course of business; shall make services of such notices as may be necessary or proper; shall assist with the keeping of records of the corporation; and shall discharge such other duties of the office as prescribed by the Chairman. The Secretary will assure and cause to be kept, at the principal office or such other place as the Board may order, a Book of Minutes of all meetings of the Board, with the time and place of holding, whether regular or special, and the names of those present at Board and committee meetings, and the proceedings thereof. The Secretary will keep, or cause to be kept, at the principal office in the State of Idaho the original or a copy of the Church's Articles and Bylaws, as amended to date.
  3. Vice President. The Chairman shall appoint the Vice-President of the Corporation if he determines that this office is required, by a unanimous vote of the board.
- c. Their Compensation. The Other Officers shall receive no compensation for services rendered to this corporation unless otherwise designated by the Chairman of the Board for the performance of services for the office. The Other Officers may not receive any compensation if they are also on the Board of Elders, for their services as Elders.
- d. Termination. It shall be the prerogative of the Chairman to ask for the resignation of and/or terminate any of the Other Officers if such Officer is not in harmony with the ministry of this corporation as directed by the Board of Elders and specified in these Bylaws.
- i. In the event of the long term or prolonged absence or disability of the Chairman/President, the Vice President the Board of Elders shall select either the Secretary or Treasurer to temporarily assume all the duties of the Chairman/President
- e. Subordinate Officers. The Chairman may elect such other officers as the business or affairs of the Church may require, each of whom will hold office for such period, have such authority and perform such duties as are provided in these Bylaws or as the Chairman may from time to time determine.

- f. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, shall be filled by the Chairman of the Board. In the event the above conditions apply to the Chairman of the Board, the Vice-President will assume the role of President and Chairman of the Board. If there is no Vice-President, the Board of Elders will appoint a replacement for the Chairman of the Board, subject to the provision of these bylaws.
4. Officer Removal and Resignation.
- a. Any officer may be removed by a majority vote of the Board of Elders if any of the following qualifications are not met:
- i. willful disobedience to the Chairman/Senior Pastor, as long as the directives of the Chairman are Biblical, Moral and Legal;
  - ii. unable to perform their tasks and duties as an Officer;
  - iii. scriptural misinterpretations or doctrinal differences with the teachings of the Church;
  - iv. non-agreement or adherence to the Statement of Faith;
  - v. recurring attendance problems;
  - vi. revealing or misusing confidential information;
  - vii. mismanaging church resources; and
  - viii. purposely ignoring corporate policies and procedures.
- b. Any Officer may resign at any time by giving written notice to the Chairman of the Board, but without prejudice to the rights, if any, of the Church under any contract to which the Officer is a party. Any such resignation will take effect at the date of the receipt of such notice or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation will not be necessary to make it effective.
- c. Compensation. Officers who are also Elders may not be compensated for their service as Officers. Officers, who are not Elders, may be compensated for their service as provided from time to time by the Board or any committee of the Board to which such authority is delegated by the Board. The Board or any such committee will also set the terms of service and provide for the payment of benefits.
5. Ordained Assistant Pastor Compensation
- a. The Senior Pastor will review annually all CCB ordained Assistant Pastors salaries and compensation packages and submit his recommendations for appropriate adjustment to the Board of Elders. The Board of Elders, upon approval, will pass a summary compensation resolution which will designate base compensation, housing allowance, and other details necessary for clarity of the Assistant Pastors compensation package. These resolutions are necessary for the ordained Assistant Pastors documentation and preparation of personal income tax returns.



## 6. Other Employee Compensation

- a. The Assistant Pastor will review all other CCB employees who are not ordained ministers of CCB annually and present his recommendations for appropriate adjustments to the Board of Elders for approval.
- b. Employee Business and Professional Expense Reimbursements with Adequate Accounting ("Accountable Plan").
- c. CCB Board of Elders recognize that employees will incur business transportation, travel expenses, and other business and professional expenses as a result of normal business operations of CCB. CCB employees are expected to use prudent discretion when incurring these expenses and to seek supervisor approval in determining appropriate and allowable expenses. CCB will not issue a company credit card to any employee; however, CCB will reimburse employees for appropriate charges they may make on behalf of CCB on their personal credit cards and when they use personal cash or check. The employee will be reimbursed in full upon approval of a properly filled out reimbursement form accompanied by receipts. The Senior Pastor, or his delegate, or an immediate supervisor will review and approve the reimbursement form before bookkeeping is authorized to pay employee. An advance check, written to the employee, may be approved by the Senior Pastor or his delegate for an employee expected to incur expenses in the course of CCB business. Employee will then be expected to submit a reimbursement form as described above. Any excess amount advanced or not accounted for as an expense, determined upon submittal of the expense reimbursement form, will be subtracted from employee's payroll check by bookkeeping. An Elder or Officer will review all employee business reimbursement forms at least quarterly and add his signature to the form indicating his review. Mileage will be paid according to the IRS standard mileage rate.
- d. A copy of the current CCB employee reimbursement form is part of this policy.
- e. Petty Cash. CCB will refrain from having petty cash funds available to employees
- f. CCB Credit Cards. No employee will be issued any CCB Credit Cards. All credit card purchases will follow current purchase order policy and be conducted in the bookkeeper's office.

## **ARTICLE VIII.** **Benevolence**

1. The CCB Benevolence Policy, as stated in the July 2018 handbook, shall apply to all requests for assistance from congregants and the public at large. These approved guidelines are incorporated by reference into these bylaws and shall have the same force and effect as if fully presented herein.

## **ARTICLE IX**

### **Tithes and Offerings**

1. Security of Tithes and Offerings. CCB policy is to secure Tithes and offerings by having at least two Elders or Deacons count an offering at the time of giving, and to record the count in a special account Book. The Tithes and offerings will then be secured in a delegated safe. Said Elders or Deacons may secure the Tithes and Offerings in a special delegated safe and then make the count after any service or function is over. Elders' or Deacons' should take special care to note any envelope cash offerings with names of contributor, and confirm amounts in envelopes agree with amount listed on the envelope. Include envelopes in collection bag. Bookkeeping, upon receiving the Tithes and offerings, will make out a deposit slip and deposit in the bank all Tithes and Offerings received from service or function as received. An Elder will review by comparison at least quarterly that the amounts from the count book and the amounts deposited by bookkeeping are the same.

## **ARTICLE X**

### **The Auxiliaries**

1. Any organization, group, or club whose membership is primarily for an activity aligned with and specifically in furtherance of the purposes, goals and ministry of this corporation shall be considered an auxiliary of this corporation if so, determined by a unanimous vote of the Board of Elders of this corporation. In such event, such auxiliary organization shall be subject to the Bylaws of the corporation. As an auxiliary organization it shall exist only in cooperation with the Chairman and Board of Elders.

## **ARTICLE XI**

### **Church Discipline**

1. We believe that Scripture requires the Senior Pastor, or his assignee(s), with the assistance and support of the Board of Elders, or its assignee(s), to exercise authority and discipline over all persons who participate in fellowship at Calvary Chapel Buhl. This is necessary to ensure that, among other reasons: 1). Sound doctrine is consistently practiced within the various ministries of Calvary Chapel Buhl and, 2). The message conveyed as a by-product of the mere association and fellowship with particular persons does not adversely impact the message intended to be presented by the Senior Pastor and Board of Elders. In other words, the practices and conduct of some individuals may significantly interfere with the reputation and/or ministry purposes of the church and those in fellowship with the church. Scripture provides direction with regard to persons who should be disciplined because of their practices or conduct.
  - a. The Board of Elders (or its assignees), under the direction of the Chairman and Senior Pastor, shall, when appropriate, exercise authority and administer discipline

within the church in a spirit of meekness and confidentiality. The purpose of such discipline is the restoration of the one subject to the discipline and/or the purification of the church. The steps of discipline are private confrontation, private confrontation with witnesses, meeting with the Senior Pastor, or his assignee(s), or Board of Elders, or their assignee(s), for judgment leading to restoration or dis-fellowship from the congregation, and finally, if necessary, exposure to the congregation. (Matt. 18:15-20; Gal. 6:1; Romans 16:17; II John 9-11; I Corinthians 5; II Corinthians 2:6-8; I Timothy 5:20).

## **ARTICLE XII**

### **The Amendment of Bylaws**

1. These Bylaws may be amended, adopted or repealed by the vote or written consent of three quarters (3/4's) of the Board of Elders; provided, however, that if the Articles of Incorporation of the corporation set forth the number of authorized Elders of the corporation, the authorized number of Elders may be changed only by an amendment of the Articles of Incorporation.

## **ARTICLE XIII**

### **The Annual Accounting Period**

1. The annual accounting period for this corporation shall begin on the first day of January and shall end on the last day of December.

## **ARTICLE XIV.**

### **The Checks, Drafts and Purchase Orders**

1. All checks and drafts, or other orders for payment of money issued in the name of the corporation shall be paid out only on checks of the corporation signed by pre-appointed signatories appointed by the Board of Elders. Any of the following are authorized to execute checks and/or drafts on behalf of Calvary Chapel Buhl. Inc.
  - a. Senior Pastor
  - b. Assistant Pastor
  - c. Corporate Secretary
2. Purchase Orders: All purchases by Pastors, Elders, staff, or employees shall require a preapproved Purchase Order before the bookkeeper can issue a check or draft. Excluded from this requirement shall be payroll issued and normal and customary monthly expenses of the church which are supported by monthly invoices. Any of the following may approve the Purchase Order, however, the approver should not be a signer on the related check:
  - a. Senior Pastor
  - b. Assistant Pastor
  - c. Corporate Treasurer

**ARTICLE XV.**  
**Financial Investments**

1. Recognizing the stewardship responsibility, we have in dealing with the Lord's tithes and offerings, as well as the responsibility we have to faithfully represent the congregation who has given these tithes and offerings, the corporation shall adopt a conservative investment strategy for all funds and shall avoid all speculative investment instruments. Investments that should be avoided include, but are not limited to, uninsured bank accounts, stocks, high-risk bonds, gold or other precious metals, commodities, unsecured loans, and limited partnerships. The corporation will also avoid investing all or a significant portion of its' available funds in one institution or investment vehicle.

**ARTICLE XVI.**  
**The Maintenance and Inspection of Bylaws**

1. The corporation shall keep at its principal executive office, or if its principal executive office is not in the State of Idaho, at its principal business office in this state, the original or a copy of the Bylaws as amended to date, which shall be open to inspection by any donor or donor organization, under the conditions specified in Article V, Item 4, or to inspection by any other person or party to whom access to such records must be made available under Idaho law or federal law, at all reasonable times during office hours.

**ARTICLE XVII.**  
**The Maintenance and Inspection of Other Corporate Records**

1. The accounting books and records and minutes of proceedings of the Board of Elders shall be kept at such place or places designated by the Board of Elders or, in the absence of such designation, at the principal executive office of the corporation. The minutes shall be kept in written form and the accounting books and records shall be open to inspection upon the written demand to such person or party to whom access to such records must be made available under Idaho law or federal law, at any reasonable time during usual business hours, and if a donor, under the conditions specified in Article V, Item 4.

**ARTICLE XVIII.**  
**The Elders' Right of Inspection**

1. Every Elder shall have the absolute right at any reasonable time to inspect all books, records, and documents of every kind and the physical properties of the corporation. This inspection by an Elder shall be made in person.

**ARTICLE XIX.**  
**The Indemnity of Elders**

1. The corporation will indemnify the members of the Board of Elders and Officers of the Corporation against any and all liability, loss, costs, damages, reasonable fees of attorneys, court costs, investigative costs, expert witness costs and other expenses which such Elder(s) and/or Officer(s) may sustain or incur by reason of, or in consequence of rendering and carrying out their responsibilities and obligations under their office and in agreement with these Bylaws, and including but not limited to, sums paid and liabilities incurred in any settlement of, and expenses paid or incurred in connection with any claims, suit or judgment under any complaint or legal proceeding against them through this corporation, whether jointly or severally, and the corporation shall bear all costs and fees to be paid or incurred in defending any complaint or legal proceeding, including such Elder(s) recovering or attempting to recover losses or expenses paid or incurred by such Elder(s) in connection with any complaint or legal proceeding due to default or nonperformance of the corporation under terms of this indemnity provision.

**ARTICLE XX.**  
**The Ordination of a Pastor**

1. Principles of Ordination. A candidate for ordination recognizes that only our Sovereign Holy God can truly call and ordain his children for service in the ministry of the Gospel of Jesus Christ. The calling of a minister is not the result of a title; rather the title is a result of His calling. This calling is recognized as from the true and living God. It is man's privilege and specifically the privilege of the overseers of the true church of Jesus Christ to ratify the ordination of God when such is obviously placed upon a man's life. The purpose of this Article is to provide for the ordination rites of ministers and pastors of Calvary Chapel Buhl.
2. General Qualifications for Ordination. Ordination is given only to Pastors who are directly affiliated with, accountable to and under the direction of Calvary Chapel Buhl. The qualifications for pastoral ordination are as follows:
  - a. A candidate for ordination must be a "born again" believer in Jesus Christ as described by our Lord in the third chapter of the Gospel of John.
  - b. A candidate for ordination must meet the biblical qualifications of a pastor as presented in 1 Timothy 3 and Titus 1.
  - c. A candidate for ordination must subscribe to, be firmly committed to, and actively support the Statement of Faith as described in the Preamble of these Bylaws.
  - d. A candidate for ordination must have completed three (3) years of Bible study or the equivalent, with at least two (2) years concentrated study under a known, approved Bible teacher as designated by the Chairman of the Board of Elders.
  - e. A candidate for ordination should have evidenced the obvious calling of God upon his life to the satisfaction of the Board of Elders.

- f. A candidate for ordination must have at least three (3) years of ministerial experience and must have a demonstrated spiritual maturity.
- g. A candidate for ordination must be nominated, designated and presented to the Board of Elders by the Chairman of the Board of Elders.

3. Procedure for Ordination.

- a. Each person fulfilling the above qualifications, and upon their presentation to the Board of Elders by the Chairman of the Board of Elders, will receive full consideration for ordination into the ministry of the Gospel of Jesus Christ by Calvary Chapel Buhl.
- b. The Board may make exceptions to these qualifying standards when, in the opinion of the Board and under the strong compelling conviction of the Holy Spirit, such exception is according to the will of God and consistent with His Word.
- c. Upon approval by the majority of the Board of Elders, the candidate will be ordained as a minister of the Gospel with the right to perform ministerial functions by the Word of God and in accordance with the ministry philosophy of Calvary Chapel Buhl and with all prerogatives of such a calling and office.
- d. All candidates, successful or otherwise, will be notified of the Board's decision.
- e. Certificate of Ordination. The following is the text of the Certificate of Ordination to be issued to each successful candidate:

“CERTIFICATE OF ORDINATION”

This is to certify that (Name) was duly ordained on this \_\_\_\_\_ day of \_\_\_\_\_ by Calvary Chapel of Buhl, Idaho as a minister of the Gospel of Jesus Christ. He has completed all studies and has met all the requirements of this body for recognition of such office; further, by rite of ordination this date he is duly authorized to perform all ministerial functions without limit as accorded by the laws of the land and in compliance with the ordinances of God's Holy Church as set forth in the Holy Bible. We now pray for God's Divine blessing and the power of the Holy Spirit upon him.

“I am the true vine, and my Father is the husbandman. Every branch in me that beareth not fruit he taketh away: and every branch that beareth fruit. He purged it, that it may bring forth more fruit. Ye have not chosen me, but I have chosen you, and ordained you, that ye should go and bring forth fruit, and that your fruit should remain: that whatsoever ye shall ask of the Father in my name, he may give it you.”

(John 15:5 &16)

Given this \_\_\_\_\_ Day of \_\_\_\_\_, 20\_\_\_\_  
Calvary Chapel Buhl

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary

## **ARTICLE XXI.**

### **The Rites of Licensing**

1. Principles for Licensing. The licensing designation is given to a pastor who exhibits the calling, qualities and potential to become an Ordained Pastor, but who requires additional training and proven performance and experience. A candidate for a Licensed Pastor recognizes that only our Sovereign Holy God can truly call and ordain His children for service in the ministry of the Gospel of Jesus Christ. The calling of a minister is not the result of a title; rather the title is a result of His calling. This calling is recognized as from the true and living God. It is man's privilege and specifically the privilege of the overseers of the true church of Jesus Christ to ratify the licensing of God when such is obviously placed upon a man's life. The purpose of this Article is to provide for the licensing rites of ministers of Calvary Chapel Buhl.
  
2. General Qualification. The general qualifications for licensing are as follows:
  - a. A candidate for licensing must be a "born again" believer in Jesus Christ as described by our Lord in the third chapter of the Gospel of John.
  - b. A candidate for licensing must meet the biblical qualifications of a pastor as presented in 1 Timothy 3 and Titus 1.
  - c. A candidate for licensing must subscribe to, be firmly committed to, and actively support the Statement of Faith as described in the Preamble of these Bylaws.
  - d. A candidate must have completed two (2) years of Bible study or the equivalent under a known, approved Bible teacher.
  - e. A candidate for licensing should have evidenced the obvious calling of God upon his life to the satisfaction of the Board of Elders.
  - f. A candidate for licensing must have at least one (1) year of ministerial experience and must have a demonstrated spiritual maturity.
  - g. A candidate for licensing must be nominated, designated and presented to the Board of Elders by the Chairman of the Board of Elders.
  
3. Procedure for Licensing.
  - a. Each person fulfilling the above qualifications, and upon their presentation to the Board of Elders by the Chairman of the Board of Elders, will receive full consideration for licensing into the ministry of the Gospel of Jesus Christ by Calvary Chapel Buhl.
  - b. The Board may make exceptions to these qualifying standards when, in the unanimous opinion of the Board and under the strong compelling conviction of the Holy Spirit, such exception is according to the will of God and consistent with His Word.
  - c. Upon approval by the majority of the Board of Elders, the candidate will be licensed as a minister of the Gospel with the right to perform ministerial functions by the Word of God and in accordance with the ministry philosophy of Calvary Chapel Buhl and with all prerogatives of such a calling and office.

- d. All candidates, successful or otherwise, will be notified of the Board's decision within one week of such decision.
- e. Certificate of Licensing. The following is the text of the Certificate of Licensing to be issued to each successful candidate:

“CERTIFICATE OF LICENSE”

This is to certify that  (Name)  was duly licensed on this \_\_\_\_\_ day of \_\_\_\_\_ by Calvary Chapel of Buhl, Idaho as a minister of the Gospel of Jesus Christ. He has completed all studies and has met all of the requirements of this body for recognition of such office; further, by rite of licensing this date he is duly licensed to perform all ministerial functions without limit as accorded by the laws of the land and in compliance with the ordinances of God's Holy Church as set forth in the Holy Bible. We now pray for God's divine blessing and the power of the Holy Spirit upon him.

“I am the true vine, and my Father is the husbandman. Every branch in me that beareth not fruit he taketh away: and every branch that beareth fruit. He purgeth it, that it may bring forth more fruit. Ye have not chosen me, but I have chosen you, and ordained you, that ye should go and bring forth fruit, and that your fruit should remain: that whatsoever ye shall ask of the Father in my name, he may give it you.”

(John 15:5 &16)

Given this \_\_\_\_\_ Day of \_\_\_\_\_, 20\_\_\_\_

Calvary Chapel Buhl

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary

**ARTICLE XXII**  
**The Rites of Commissioning**

1. The Principles for Commissioning. The commissioning designation is given to a ministry worker who exhibits the calling, qualities and potential to become a staff minister, but who serves in an on staff or non-staff ministerial or pastor role as a missionary, chaplain or other designated role. The commissioned minister will maintain accountability to the Church in practice, principles, theology and character. Candidates for Commissioning as a missionary, chaplain, etc. recognize that only our Sovereign Holy God can truly call and ordain His children for service in the ministry of the Gospel of Jesus Christ. The calling of a missionary, chaplain, etc. is not the result of a title; rather the title is a result of His or Her calling. This calling is recognized as from the true and living God. It is man's privilege and



specifically the privilege of the overseers of the true church of Jesus Christ to ratify the Commissioning of God when such is obviously placed upon a man or woman's life. The purpose of this Article is to provide for the commissioning rites of a missionary, chaplain, etc. of Calvary Chapel Buhl.

2. General Qualifications for Commissioning. Commissioning is given to on-staff or non-staff ministerial employees who are not directly affiliated with, accountable to and under the specific direction of the Church. The qualifications for ministerial commissioning are as follows:
  - a. A candidate for commissioning must be a "born again" believer in Jesus Christ as described by our Lord in the third chapter of the Gospel of John.
  - b. A candidate for commissioning must meet the biblical qualifications of a pastor as presented in 1 Timothy 3 and Titus 1.
  - c. A candidate for commissioning must subscribe to, be firmly committed to, and actively support the Statement of Faith as described in the Preamble of these Bylaws.
  - d. A candidate for commissioning must have completed at least one (1) year of Bible study or the equivalent under a known, approved Bible teacher as designated by the Chairman of the Board of Elders.
  - e. A candidate for commissioning should have evidenced the obvious calling of God upon his life to the satisfaction of the Board of Elders.
  - f. A candidate for commissioning must have at least one (1) year of ministerial experience and must have a demonstrated spiritual maturity.
  - g. A candidate for commissioning must be nominated, designated and presented to the Board of Elders by the Chairman of the Board of Elders.
  - h. A person will be commissioned for either a one- or two-year period as determined by the Board of Elders. At the end of the commissioning period the Commission will automatically expire or be subject to renewal.
  
3. Procedure for Commissioning
  - a. Each person fulfilling the above qualifications, and upon their presentation to the Board of Elders by the Chairman of the Board of Elders, will receive full consideration for commissioning into the ministry of the Gospel of Jesus Christ by Calvary Chapel Buhl.
  - b. The Board may make exceptions to these qualifying standards when, in the unanimous opinion of the Board and under the strong compelling conviction of the Holy Spirit, such exception is according to the will of God and consistent with His Word.
  - c. Upon approval by the majority of the Board of Elders, the candidate will be commissioned as a minister of the Gospel with the right to perform ministerial functions by the Word of God and in accordance with the ministry philosophy of Calvary Chapel Buhl and with all prerogatives of such a calling and office.

- d. All candidates, successful or otherwise, will be notified of the Board's decision within one week of such decision.
- e. Certificate of Commissioning. The following is the text of the certificate of Commissioning to be issued to each successful candidate:

“CERTIFICATE OF COMMISSIONING”

This is to certify that   (Name)   was duly commissioned on this \_\_\_\_\_ day of \_\_\_\_\_ by Calvary Chapel of Buhl, Idaho as a minister of the Gospel of Jesus Christ. He has completed all studies and has met all of the requirements of this body for recognition of such office; further, by rite of commissioning this date he is duly commissioned to perform all ministerial functions without limit as accorded by the laws of the land and in compliance with the ordinances of God's Holy Church as set forth in the Holy Bible. We now pray for God's divine blessing and the power of the Holy Spirit upon him.

“I am the true vine, and my Father is the husbandman. Every branch in me that beareth not fruit he taketh away: and every branch that beareth fruit. He purgeth it, that it may bring forth more fruit. Ye have not chosen me, but I have chosen you, and ordained you, that ye should go and bring forth fruit, and that your fruit should remain: that whatsoever ye shall ask of the Father in my name, he may give it you.”  
(John 15:5&16)

This Commission will be effective for a \_\_\_\_\_ year period beginning \_\_\_\_/\_\_\_\_\_/\_\_\_\_\_ and ending \_\_\_\_/\_\_\_\_\_/\_\_\_\_\_. This Commission will automatically expire on \_\_\_\_/\_\_\_\_\_/\_\_\_\_\_.

Given this \_\_\_\_\_ Day of \_\_\_\_\_, 20\_\_\_\_\_

Calvary Chapel Buhl

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary”

**ARTICLE XXIII**  
**Removing an Ordination, License or Commission**

1. Principles of Removal: A pastor or ministry worker is ordained, licensed or commissioned in order to serve in their role on the staff of Calvary Chapel Buhl or in a specific role

designated by Calvary Chapel Buhl. When this relationship terminates and the pastor or ministry worker is no longer directly accountable to or under the oversight of or recognized by Calvary Chapel Buhl, the terms of the ordination, licensing or commissioning no longer exist. Therefore, when this relationship terminates, the ordination, licensing or commissioning given by Calvary Chapel Buhl to the Pastor or ministry worker will be terminated and revoked.

2. Process of Removal: When the pastor or ministry worker terminates his relationship with the Church, and/or is no longer accountable to the Church, the pastor or ministry worker will be asked to return his Ordination, Licensing or Commissioning Certificate and documentation. The Church will cease to recognize the pastor's or ministry worker's ordination, licensing or commissioning as of the date of his termination from the church.
3. Exceptions: The Board may make exceptions to these removal standards when, in the unanimous opinion of the Board and under the strong compelling conviction of the Holy Spirit, such exception is according to the will of God and consistent with His Word.

#### **ARTICLE XXIV.** **Conflict of Interest**

1. Any Elder, Officer, or key employee who has an interest in a contract, salary negotiation, or other transaction to be entered into by the corporation shall first be presented to the Board of Elders or a committee thereof for authorization, approval, or ratification. Any such person shall make a prompt and full disclosure of his or her interest to the Board of Elders or committee prior to its acting on such contract or transaction. Such disclosure shall include any relevant and material facts known to such person about the contract or transaction which might reasonably be construed to be adverse to the corporation's interest.
2. The Board shall thereupon determine, by a vote of seventy-five percent (75%) of the votes entitled to vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor exert his personal influence regarding, nor participate in (other than to present factual information or to respond to questions) the discussions or deliberations with respect to such contract or transaction. Such conflicted person may be counted in determining whether a quorum is present but may not be counted when the Board of Elders or a committee of the Board takes action on the transaction. The minutes of the meeting shall reflect the disclosure made, the vote thereon, the abstention from voting and participation (where applicable), and whether a quorum was present.
3. If a Conflict of Interest is determined to exist, the Elder who has the Conflict of Interest shall be excused and will leave the room while the motion is being discussed and voted on. The Elder may only provide factual information for the Board to consider prior to leaving.

**ARTICLE XXV.**  
**Miscellaneous**

1. Execution of Documents. Subject to the provisions, empowerments and limitations of these Bylaws, the Board of Elders may authorize by majority vote any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of, and on behalf of the corporation and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or other person shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount.
  - a. Any contract of Five Thousand Dollars (\$5,000.00) or more must have the approval of the Board and be documented with a Board Resolution to be binding upon the ministry.
  
2. Construction and Definitions. Unless the context otherwise requires, the general provisions, rules of construction and definitions contained in the Idaho General Nonprofit Corporation Law shall govern the construction of these Bylaws. Without limiting the generality of this provision, the singular number includes the plural, the plural number includes the singular, the use of "he" or "his" shall include both genders and the term "person" and "party" includes both a corporation and a natural person.
  
3. Rules of Order. As a Church that is spiritual by creation and nature, the Bible, as the Word of God, shall supersede the By-Laws of Calvary Chapel Buhl, which shall supersede the rules contained in Robert Rules of Order, in being the general guide to govern all business including that of the Board meetings of the corporation.

CERTIFICATE OF SECRETARY

I hereby certify that the above and foregoing bylaws are a true and correct copy of the

Bylaws of the corporation as of \_\_\_\_\_, 20\_\_\_\_

\_\_\_\_\_  
Corporate Secretary

CERTIFICATE OF ELDERS

Each Elder, by signature, acknowledges that they have received a copy of Calvary Chapel Buhl, Inc.'s Amended and Restated bylaws Dated \_\_\_\_\_, have read same, and do hereby approve these bylaws as amended. Each Elder recognizes that he has a spiritual, financial and business oversight responsibility to each brother Elder/Pastor as a CCB Board of Elders member.

Date: \_\_\_\_\_

Jackie Roberts \_\_\_\_\_  
Senior Pastor, Chairman & President

\_\_\_\_\_  
Date

Jonathan Younger \_\_\_\_\_  
Elder

\_\_\_\_\_  
Date

Robin Quigley \_\_\_\_\_  
Elder

\_\_\_\_\_  
Date

Phil Gerrish \_\_\_\_\_  
Elder

\_\_\_\_\_  
Date

Jerry Lizardo \_\_\_\_\_  
Elder

\_\_\_\_\_  
Date

\_\_\_\_\_  
Elder

\_\_\_\_\_  
Date