

BYLAWS

OF

SUNRISE COMMUNITY CHURCH RANCHO CORDOVA

A California Nonprofit Religious Corporation

PREAMBLE

These Bylaws presuppose that the Holy Bible constitutes the only and all sufficient rule of faith and practice for this Church. Therefore, in all things pertaining to system and order, the New Testament, that part of God's Word which describes and defines the Christian Church and its functioning, shall be the Church's guide when its teaching is clearly apparent. These Bylaws are (only) to provide direction to the Church in other matters not specifically addressed by the New Testament and to fulfill necessary legal and business requirements.

ARTICLE 1

LOCATION OF OFFICES

The name of this Corporation is Sunrise Community Church Rancho Cordova. It is a California nonprofit religious Corporation with principal offices in Rancho Cordova, California.

The principal office is located at 11865 Cobble Brook Drive, Rancho Cordova, California. The Corporation may also have offices at such other places, within or without its state of incorporation, where it is qualified to do business, as its business and activities may require, and as the Board of Elders may, from time to time, designate.

ARTICLE 2

PURPOSE

The purpose for which this organization is formed is to glorify God by forming a local congregation of the church of Christ which will carry out the great commission of the Lord Jesus Christ as revealed in the New Testament of the Word of God (Matthew 28:18-20 and Mark 16:15-16). This congregation will provide opportunity for Christian people to continue steadfastly in the apostles' teaching, fellowship, breaking of bread and prayers (Acts 2:42), and prepare them for works of service (Ephesians 4:12).

This Corporation is organized exclusively for one or more of the purposes specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

The church has been incorporated in the State of California for legal purposes, but said incorporation shall, in no way, interfere with the spiritual organization of the local church as given in the New Testament.

ARTICLE 3

STATEMENT OF FAITH

We believe in one God, creator of all things, infinitely perfect and externally existing in three persons: Father, Son and Holy Spirit.

We believe Jesus Christ is true God and true man. Jesus lived a sinless life, died on the cross as a sacrifice for our sins, arose bodily from the grave and ascended to heaven where He is our Advocate.

We believe the ministry of the Holy Spirit is to convict people of sin, regenerate the believing sinner, indwell, instruct, and empower the believer for Godly living and service.

We believe the Bible is the inspired word of God, without error in the original writings, and is the final authority for all Christians.

We believe in God's saving grace that calls all people to faith, repentance, confession, baptism, and a new life and ministry through the Holy Spirit.

We believe in the bodily resurrection of all humankind: the believer in Christ into everlasting joy, and the unbeliever into everlasting punishment.

We believe that God has ordained marriage, and that marriage is the exclusive covenantal union of one man and one woman in which such union is a lifetime commitment.

ARTICLE 4 MEMBERSHIP

Section 4.1 Members

The members of this Corporation shall consist of those who have complied with the requirements set forth in Section 4.2 of this Article, have properly presented themselves for membership in accordance with the procedures determined by the Board of Elders, and who have been enrolled as members on the membership roster. No person may hold more than one membership.

Membership in this Corporation shall not vest in any member any distributions from the Corporation during the existence of the Corporation but shall only entitle the member to vote at meetings of the members. Membership shall not be assignable inter vivos by any member, nor shall membership vest to any personal representative, heir, or devisee.

Section 4.2 Requirements for Membership

A member must be 18 years of age or older, have accepted Jesus Christ as Lord and Savior, be baptized by immersion, agree with the Statement of Faith (Article 3), behave in a manner that is consistent with the Statement of Faith, and be actively involved in the ministry of the Church.

Section 4.3 Removal of Members

Membership of any individual shall cease upon the happening of any of the following events:

- (a) The member's death or resignation.
- (b) The determination by the Board of Elders that said member is physically incapacitated, has ceased to maintain an active involvement in the affairs of the Corporation, or is spiritually disqualified.

Section 4.4 Discipline of Member

All members of the local church, by applying for membership, have agreed to submit themselves to church discipline as defined by the New Testament Scriptures. Church discipline shall be pursued by this Corporation as necessary to fulfill its purpose as a New Testament church. Such church discipline may result in such consequences as loss of voting rights, removal from membership, and as a last resort, disfellowshipping of the disciplined individual.

Section 4.5 Place of Meetings

Notwithstanding anything to the contrary in these Bylaws, any meeting of the members of this Corporation may be held at any place which has been designated by the Board of Elders.

Section 4.6 **Meetings**

Every member shall be notified by mail or Email of each meeting not less than ten days prior to the meeting.

Notice of any meeting shall specify the place, the day and the hour of the meeting, and the general nature of the business to be transacted.

The Chairman of the Board of Elders (or his delegate) shall prepare the agenda and shall conduct the meeting.

Section 4.7 **Quorum**

At all meetings of the members, those present in person at the meeting shall constitute a quorum for the transaction of business.

Section 4.8 **Voting Rights**

Only individuals whose names stand on the membership records of the Corporation on the day of any meeting of members shall be entitled to vote at such a meeting.

Section 4.9 **Proxies**

Voting by proxy is not allowed.

Section 4.10 **Powers Reserved to Members**

In addition to any powers of the members specifically set forth in these Bylaws or reserved to the members by the laws of California, the following powers are reserved to the members:

- (a) No purchase or sale of real property may be contracted or incurred by the Board of Elders, unless previously authorized by the members at a meeting, duly called and held. To be authorized by the members, the proposal must receive a positive vote by a simple majority of the members present at the meeting.
- (b) A Lead Pastor may not be hired by the Board of Elders; unless the candidate has been affirmed by the congregation at a meeting, duly called and held for that purpose. To be affirmed by the congregation, the nominee must receive a positive vote from three-quarters of the members present at the meeting.

ARTICLE 5

BOARD OF ELDERS

Section 5.1 **Number of Board of Elders**

The Corporation shall have at least three and up to a maximum of nine Elders. These elders shall be known collectively as the Board of Elders. If the number of Elders falls below three, prompt action shall be taken to elect additional Elders or to establish a Management Team. (Section 5.3).

Section 5.2 **Duties and Powers of the Board of Elders**

Subject to limitations of the Articles of Incorporation and these Bylaws and of pertinent restrictions of the Corporations Code of the State of California, all the activities and affairs of the Corporation shall be exercised by or under the direction of the Board of Elders. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the Board of Elders shall have the following duties and powers in addition to the other duties and powers enumerated in these Bylaws:

- (a) To select and remove all the officers, agents, and employees of the Corporation, prescribe such duties for them as may not be inconsistent with law, with the Articles of Incorporation, or with these Bylaws, fix the terms of their offices and their compensation.

- (b) To make disbursements from the funds and properties of the Corporation as are required to fulfill the purposes of this Corporation as are more fully set out in the Articles of Incorporation, and generally to conduct, manage and control the activities and affairs of the Corporation and to make rules and regulations not inconsistent with law, with the Articles of Incorporation or with these Bylaws, as they may deem best.
- (c) 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.
- (d) To borrow money and incur indebtedness for the purposes of the Corporation 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.
- (e) To the extent permitted by the exempt status of the organization, to carry on a business at a profit and apply any such profit that results from the business activity to any activity in which it may legally engage without jeopardizing the nonprofit status of the Corporation.
- (f) To be the spiritual leaders of the congregation, including the resolution of any disputes.
- (g) To meet with and counsel members of the congregation, as appropriate.
- (h) To adopt a statement of Executive Limitations to establish limitations upon the authority of the Lead Pastor.
- (i) To select one of the Elders to serve as Chairman of the Board of Elders.
- (j) To appoint committees to assist the Board of Elders, if needed.

Section 5.3 **Members of the Board of Elders**

The Board of Elders shall be composed of the Lead Pastor and the elected Elders, except when there are less than three elected Elders, in which case the Lead Pastor shall appoint one or more individuals to serve as members of a Management Team. The Management Team will exist until such time as there are three or more elected elders. The Lead Pastor may invite onto the Management Team respected Christian leaders who are not members of the local congregation. Each Elder (or member of the Management Team) shall serve as a director of the Corporation.

Section 5.4 **Selection of Board of Elders**

Elders shall be elected by the Board of Elders at a regular meeting of the Board of Elders. Voting for the election of Elders shall be by written or verbal ballot. Potential Elders will be interviewed by the current Board of Elders to determine whether their qualifications meet those specified in Section 5.5 below. New Elders will be chosen only by a unanimous vote of the current Board of Elders or, in the case of less than three elected Elders, by a unanimous vote of the Management Team.

Section 5.5 **Qualifications for Board of Elders**

The qualifications for Elders of this congregation shall be in accordance with those listed in Chapter 3 of the first book of Timothy and Chapter 1 of the book of Titus. All Elders shall:

- (a) Have been a member of the congregation for at least one year.
- (b) Fully agree with and support the purpose, vision, and values of the Corporation.
- (c) Affirm their agreement with the Statement of Faith of the Corporation and behave in a manner that is consistent therewith.
- (d) Have the full support of the existing members of the Board of Elders.
- (e) Meet the qualifications as defined in First Timothy 3:2-7 and Titus 1:6-9 in the Bible. These qualifications are summarized as follows:

1. *Above reproach* – Elders must lead by example and demonstrate a lifestyle free of patterns of sin.
2. *Husband of one wife* – if married, must be a devoted spouse.
3. *Temperate* – Elders must be self-controlled, enslaved to nothing, free from excesses.
4. *Prudent* – Elders must be sober, sensible, wise, balanced in judgment, not given to quick, superficial decisions based on immature thinking.
5. *Respectable* – Elders must demonstrate a well-ordered life and honorable behavior.
6. *Hospitable* – Elders must be unselfish with their personal resources. They must be willing to share blessing with others.
7. *Able to Teach* – Elders must be able to communicate truth and sound doctrine in a non-argumentative way. To teach means to control the material and relate it effectively. It applies to lifestyle, as well as verbal communication.
8. *Not addicted to wine or alcohol* – Elders must be free from the use of illegal substances and addictions and be willing to limit their liberty for the sake of others.
9. *Not pugnacious or quick tempered* – Elders must be gentle, patient, and approachable, with the ability to handle difficult situations with a steady spirit. Leaders must be able to handle their own anger honestly and maturely.
10. *Uncontentious* – Elders must not be given to quarrelling or selfish arguing.
11. *Free from the love of money* – Elders must not be stingy, greedy, out for sordid gain, or preoccupied with amassing material things.
12. *Manage own household* – Elders must have a well-ordered household and a healthy family life. Management ability at home will predict excellence in church management.
13. *Not a new convert* – Elders must not be a new believer. They must have been Christians long enough to demonstrate the reality of their conversion and depth of their spiritual maturity.
14. *Good reputation with outsiders* – Elders must be well respected by unbelievers and free from hypocrisy.
15. *Not self-willed* – Elders must not be stubborn, prone to force opinions on others or abuse authority. They must be servants.
16. *Loving what is good* – Elders must desire the will of God in every decision. Their choices must reflect a heart that loves God and people.
17. *Just* – Elders must desire to be fair and impartial. Their judgments must be based on Scriptural principle and Godly thinking.
18. *Devout* – Elders must be devoted Christ-followers seeking to be conformed to His likeness. They must be committed to prayer, worship, study of Scripture, leading in personal ministry, and guarding their own relationship with God.
19. *Holding fast to the faithful Word* – Elders must be stable and well versed in the faith, obedient to the Bible, continually seeking to be controlled by the Holy Spirit.

Section 5.6 Terms of Office for Board of Elders

An Elder shall serve for a term of three years. The terms of the Elders shall be arranged in such a manner as to have staggered terms so that approximately one-third of the Elders shall complete their term of office each year.

Section 5.7 **Removal of Board of Elders**

The Board of Elders may remove an Elder from his position under any of the following conditions:

- (a) The Elder misses five (5) or more meetings of the Elders in a calendar year.
- (b) The Elder becomes physically incapacitated.
- (c) The Elder becomes spiritually unqualified including, but not limited to, immoral behavior.
- (d) The Elder is found to have engaged in activities that are directly contrary to the interests of the organization.
- (e) The Elder is no longer functioning as an Elder in accordance with these Bylaws and/or the expectations of the Board of Elders.

Before any such removal occurs, the Elder in question shall be advised of the allegation, the basis for the allegation, and shall be given an opportunity to present any contrary evidence or explanation to the Board of Elders. Removal must be approved by a three-quarters vote of all members of the Board of Elders (whether present or not), excluding the Elder being removed.

Section 5.8 **Filling Vacancies of Board of Elders**

If an Elder resigns or is removed from office, the remaining Elders may leave that position vacant or may provisionally appoint another individual to serve as an Elder until the next regular term, as long as that individual meets the qualifications set forth in Section 5.5 above.

Section 5.9 **Compensation**

Members of the Board of Elders shall serve without compensation except that a reasonable fee may be paid to members for attending regular and special meetings of the Board of Elders. In addition, they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their duties.

Section 5.10 **Meetings of the Board of Elders**

Meetings shall be conducted by the Chairman of the Elders (or his delegate) as needed and as determined by the Chairman of the Elders (or his delegate).

- (a) Regular meetings of the Board of Elders shall take place at least once each calendar quarter and shall include review and discussion of the quarterly Progress Report submitted by the Lead Pastor.
- (b) Annual meetings of the Board of Elders shall be held in the fourth quarter of the calendar year to appoint officers of the Corporation for the following calendar year and to conduct any necessary business of the Corporation, including a review of the salary and benefits of the Lead Pastor.
- (c) The Chairman of the Elders (or his delegate) shall determine and provide notice as to the location and agenda of each meeting.
- (d) A simple majority of the Board of Elders shall constitute a quorum.

Section 5.11 **Liability and Insurance**

Members of the Board of Elders and Directors of the Corporation shall not be personally liable for the debts, liabilities, or other obligations of the Corporation.

Except as may be otherwise provided under provisions of law, the Board of Elders may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the Corporation (including a director, officer, employee or other agent of the Corporation) against liabilities asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the Corporation would have the power to indemnify the agent against such liability under the Articles of Incorporation, these Bylaws or provisions of law.

ARTICLE 6

OFFICERS OF THE CORPORATION

Section 6.1 **President of the Corporation**

The Lead Pastor is hereby designated as the President of the Corporation. In the event of a situation in which there is no active Lead Pastor, the Board of Elders (or Management Team), shall designate one of the Elders (or Management Team) to serve as the President of the Corporation until the position of Lead Pastor has been filled. See Article 8 for the responsibilities and duties of the Lead Pastor.

Section 6.2 **Secretary of the Corporation**

The Secretary shall be appointed by the Board of Elders.

The Secretary shall keep, or cause to be kept, a book of minutes at the principal office or such other place as the Board of Elders may order, of all meetings of the Board of Elders, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at the meeting of the Board of Elders and the proceedings thereof. The Secretary shall keep, or cause to be kept, at the principal office in the State of California the original and a copy of the Corporation's Articles and Bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of the Board of Elders and shall keep the seal of the Corporation in safe custody, and shall have such other powers and perform such other duties as prescribed by the Board of Elders.

The Secretary shall keep or cause to be kept at the principal office of the Corporation, a Membership Register, or a duplicated Membership Register, showing the names of the members and their addresses.

The Secretary shall also keep, or cause to be kept, a record of all meetings of the members, with the time and place of holding, and the proceedings thereof. The Secretary shall give, or cause to be given, notice of all meetings of the members required by these Bylaws.

Section 6.3 **Treasurer**

The Treasurer shall be appointed by the Board of Elders.

The Treasurer shall be the Chief Financial Officer of the Corporation and shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the Corporation. The books of account shall at all reasonable times be open to inspection by the President of the Corporation and/or any Church Elder.

The Treasurer (or his or her delegate) shall deposit all moneys and other valuables in the name and to the credit of the Corporation with depositories designated by the Board of Elders. The Treasurer shall disburse the funds of the Corporation as may be ordered by the President of the Corporation or the Board of Elders, and shall render to the President (Lead Pastor) and the Board of Elders, whenever they request it, an account of all of his or her transactions and of the financial condition of the Corporation, and shall have such other powers and perform such other duties as may be prescribed by the Board of Elders.

The Treasurer (or his or her delegate) shall be responsible for the counting and depositing of contributions, making payment of salaries and other expenditures, maintaining financial records, issuing financial reports, and filing tax returns and other information required by the state and federal government.

Section 6.4 **Removal of Officers**

Any officer may be removed, either with or without cause, by the Board of Elders at any time by a simple majority vote. Any officer may resign at any time by giving written notice to the Board of Elders or to the President of the Corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation

shall not be necessary to make it effective. The above provisions of this Section shall be superseded by any conflicting terms of a contract which has been approved or ratified by the Board of Elders relating to the employment of any officer of the Corporation.

Section 6.5 Vacancies

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the Board of Elders in accordance with these Bylaws.

ARTICLE 7 ORDINATION

Section 7.1 Ordination or Commission

The Board of Elders may ordain or commission into Christian ministry anyone qualified and accepted for ministry in accordance with the books of Titus and First Timothy, and any additional policies for ordination as may be adopted by the Board of Elders.

Section 7.2 Ministry Leaders

The Board of Elders may appoint Ministry Leaders in accordance with First Timothy 3:8-13 who function as servants of the church and assistants to the Lead Pastor or the Board of Elders.

ARTICLE 8 LEAD PASTOR

Section 8.1 Responsibilities

The Lead Pastor is responsible for all activities of the organization, subject to the Statement of Executive Limitations in Article 9 of these Bylaws. The Lead Pastor shall delegate responsibility and authority to staff members as he deems appropriate.

The Lead Pastor shall prepare a written Progress Report for each calendar quarter and shall submit it to the Board of Directors at least two weeks prior to the quarterly meeting of the Board.

The Lead Pastor shall attend each quarterly meeting of the Board of Directors who shall review his quarterly report and provide the Lead Pastor with their comments and direction.

Section 8.2 Qualifications

The qualifications for the Lead Pastor shall include those listed in Chapter 3 of the first book of Timothy and Chapter 1 of the book of Titus. The Lead Pastor shall affirm his agreement with the Statement of Faith of the Corporation and shall conduct himself in a manner that is consistent therewith. Any other qualifications shall be determined by the Board of Elders.

Section 8.3 Selection

Whenever the Board determines that a new Lead Pastor is needed, the Board shall appoint a committee to conduct a search for a replacement. That committee shall provide a written report back to the Board of Elders with a recommendation. The Board of Elders shall approve or reject the recommendation. Approval shall require a positive vote from three-quarters of the members of the Board of Elders, whether present or not. After the Board of Elders has selected a replacement, he shall be presented to the congregation for their approval at a meeting duly called and held for that purpose. To be affirmed by the congregation, the nominee must receive a positive vote from three-quarters of the members present at that meeting.

Section 8.4 **Removal from Office**

The Board of Elders may remove the Lead Pastor from his position under any of the following conditions:

- (a) The Lead Pastor becomes physically incapacitated.
- (b) The Lead Pastor becomes spiritually unqualified including, but not limited to, immoral behavior.
- (c) The Lead Pastor is found to have engaged in activities that are directly contrary to the interests of the organization.
- (d) The Lead Pastor is found to be ineffective and/or disruptive in the performance of his duties.

Before any such removal occurs, the Lead Pastor shall be advised of the allegation, the basis for the allegation, and shall be given an opportunity to present any contrary evidence or explanation to the Board of Elders at a meeting of the Board of Elders. Removal must be approved by a three-quarters vote of all members of the Board of Elders, whether present or not, excluding the Lead Pastor.

ARTICLE 9
STATEMENT OF EXECUTIVE LIMITATIONS

Section 9.1 **Global Executive Constraint**

The Lead Pastor shall not engage in any behavior that does not exemplify Christ.

Section 9.2 **Board of Elders (or Management Team)**

The Lead Pastor is a voting member of the Board and is expected to attend all meetings of the Board but shall not serve as the Chairman of the Board.

Section 9.3 **Financial Restraints**

The Lead Pastor shall prepare an annual budget for each calendar year and shall provide a copy of the annual budget to each member of the Elders (or Management Team) for their approval at least 30 days before the end of the calendar year.

The Lead Pastor shall not commit to any new expenditure (not included in the annual budget) in an amount that exceeds \$10,000 (ten thousand dollars) without approval by the Elders (or Management Team).

The Lead Pastor shall not enter the church into any indebtedness that exceeds \$10,000 (ten thousand dollars) without approval by the Elders (or Management Team).

The Lead Pastor shall not be an authorized signer on any bank or financial account.

Section 9.4 **Asset Protection**

The Lead Pastor shall not sell or transfer any real or personal property in excess of \$10,000 (ten thousand dollars) without approval by the Elders (or Management Team).

Section 9.5 **Compensation of Lead Pastor**

The compensation of the Lead Pastor shall not be increased without approval by the Elders (or Management Team).

ARTICLE 10
ASSOCIATE PASTORS

Section 10.1 **Responsibilities**

The responsibilities of each Associate Pastor shall be defined by the Lead Pastor and shall be given to each Associate Pastor in writing.

Section 10.2 Qualifications

The qualifications for an Associate Pastor shall include those listed in Chapter 3 of the first book of Timothy and Chapter 1 of the book of Titus. Associate Pastors shall affirm their agreement with the Statement of Faith of the Corporation and shall conduct themselves in a manner that is consistent therewith. Any other qualifications shall be determined by the Lead Pastor.

Section 10.3 Selection

The Lead Pastor shall select all Associate Pastors, after consultation with the Board of Elders.

Section 10.4 Removal from Office

The Lead Pastor may remove an Associate Pastor from office, after consultation with the Board of Elders.

ARTICLE 11 NON-PASTORAL STAFF

Section 11.1 Responsibilities

The responsibilities of each non-pastoral staff member shall be defined by the Lead Pastor (or his delegate) and shall be given to each staff member in writing.

Section 11.2 Qualifications

The qualifications of each non-pastoral staff position shall be determined by the Lead Pastor (or his delegate). All staff members shall affirm their agreement with the Statement of Faith of the Corporation and shall conduct themselves in a manner that is consistent with the Statement of Faith.

Section 11.3 Selection

The Lead Pastor (or his delegate) shall select all non-pastoral members of the staff.

Section 11.4 Removal from Office

The Lead Pastor (or his delegate) may remove a non-pastoral staff member without consultation with the Board of Elders.

ARTICLE 12 RECEIPT, INVESTMENT AND DISBURSEMENT OF FUNDS

Section 12.1 Receipt of Funds

The Corporation shall receive all monies and/or other properties transferred to it for the purposes for which the Corporation was formed (as shown by the Articles of Incorporation). However, nothing contained herein shall require the Board of Elders to accept or receive any money or property of any kind if it shall determine in its discretion that receipt of such money or property is contrary to the expressed purposes of the Corporation as shown by said Articles.

Section 12.2 Investment of Funds

The Corporation shall hold, manage, and disburse any funds or properties received by it from any source in a manner that is consistent with the expressed purposes of this Corporation.

Section 12.3 **Disbursement of Funds**

No disbursement of Corporation money or property shall be made until it is first approved by the President of the Corporation (or his delegate) or by the Board. However, the Board of Elders shall have authority to appropriate specific sums to fulfill the objects and purposes for which the Corporation was formed and to direct the officers of the Corporation from time to time to make disbursements to implement said appropriations.

Section 12.4 **Instruments in Writing**

All checks, drafts, demands for money and notes of the Corporation, and all written contracts of the Corporation shall be signed by such officer or officers, agent or agents, as the Board of Elders may from time to time designate by resolution.

ARTICLE 13

CORPORATE RECORDS AND REPORTS

Section 13.1 **Records**

The Corporation shall maintain adequate and correct accounts, books and records of its business and properties. All such books, records and accounts shall be kept at its principal place of business in the State of California, as fixed by the Board of Elders from time to time.

Section 13.2 **Inspection of Books and Records**

Every Elder shall have the absolute right at any reasonable time to inspect all books, records, and documents of every kind at the principal place of business during normal business hours.

Section 13.3 **Certification and Inspection of Bylaws**

The original or a copy of these Bylaws, as amended or otherwise altered to date, certified by the Secretary, shall be open to inspection by each member of the church (as defined in Article 4) and each member of the Board of Elders at all reasonable times during normal office hours.

ARTICLE 14

IRC 501(c)(3) TAX EXEMPTION PROVISIONS

Section 14.1 **Limitations on Activities**

No substantial part of the activities of this Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation [except as otherwise provided by Section 501(h) of the Internal Revenue Code], and this Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provisions of these Bylaws, this Corporation shall not carry on any activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 14.2 **Prohibition Against Private Inurement**

No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its members, directors or trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this Corporation.

ARTICLE 15

CONFLICT OF INTEREST POLICY

Section 15.1 General Policy

All conflicts of interest and even the appearance of conflict of interest must be avoided by all members of the Board of Elders, employees, consultants, and those who provide services or furnish goods to the organization. If any possible conflict of interest arises, it is the duty of the party involved to immediately declare such conflict of interest to the Board of Elders.

After disclosure of the potential conflict and all material facts, and after any discussion with the interested person, he/she shall leave the meeting of Board of Elders while the determination of a conflict of interest is discussed and voted upon. The remaining Board of Elders shall decide if a conflict of interest exists.

After exercising due diligence, the Board of Elders shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of Elders shall determine by a majority vote of the disinterested Elders whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

Section 15.2 Staff Conflict of Interest

Any Elder who is also on staff or directly related to a staff member shall exclude himself from any decisions involving their own employment or compensation or that of their relative. Relatives, for purposes of this section, shall include spouses, brothers, brothers-in-law, sisters, sisters-in-law, sons, daughters, parents, parents-in-law, and grandparents.

Section 15.3 Limitation on Political Activity

The Board of Elders shall not actively participate in the political candidacy of any person.

ARTICLE 16

DISTRIBUTION UPON DISSOLUTION

The property of this Corporation is irrevocably dedicated to religious purposes meeting the requirements of Section 501(c)(3) of the Internal Revenue Code, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, trustee, officer or member of this Corporation, or to the benefit of any individual.

On the winding up and dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining corporate assets shall be distributed to another Christian Church (or churches) operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code.

ARTICLE 17

POLICY REGARDING MARRIAGE

Marriage is a union between one man and one woman as ordained by God. It was first instituted by God in the early chapters of Genesis and was codified in the Levitical law. The Old Testament prophets compared it to a relationship between God and his people. Examples of it are in the historical narratives and the wisdom literature discusses the unique unity of this relationship. Jesus explained the original intention and core elements of marriage, and several New Testament Epistles give explicit instructions on this union. Marriage is a typology of Christ and the Church. As such, the Church views marriage as a profound spiritual institution established by God. Due to the importance of marriage in the biblical witness, this church adopts the following policy.

Section 17.1 Clergy

- (a) Only duly ordained clergy shall officiate at marriage ceremonies conducted on church property.
- (b) Clergy employed by the church shall be subject to dismissal and/or loss of ordination for officiating a same gender marriage ceremony.

Section 17.2 Applicants

- (a) Applicants wishing to have a ceremony performed by a member of the clergy employed by this church, or to use the facilities of this church to conduct a marriage ceremony, shall affirm their agreement with the Statement of Faith and shall conduct themselves in a manner that is consistent therewith.
- (b) Applicants shall receive a minimum of four (4) hours of premarital counseling by clergy or counselors employed by the church or other persons who, in the sole opinion of the pastoral staff of the church, have appropriate training, experience, and spiritual understanding to provide such counseling.

Section 17.3 Premises

- (a) Any marriage performed on church premises, shall be officiated by a member of the clergy.
- (b) Clergy officiating marriage ceremonies on church premises, whether or not employed by this church, shall affirm their agreement with the Statement of Faith and shall conduct themselves in a manner that is consistent therewith.
- (c) The clergy assigned by the church to implement the procedures contained in this Marriage Policy may, in his or her sole discretion, decline to make church facilities available for, and/or decline to officiate at, a ceremony when, in his or her judgment, there are significant concerns that one or both of the applicants may not be qualified to enter into the sacred bond of marriage for theological, doctrinal, moral or legal reasons.

ARTICLE 18

POLICY REGARDING POLITICAL ACTIVITIES

Section 18.1 Tax Exemption

This church is a tax-exempt charity under Section 501(c)(3) of the Internal Revenue Code. As a nonprofit organization, this church does not:

- (a) endorse candidates, their organizations, or political parties;
- (b) oppose candidates, their organizations, or political parties;
- (c) financially contribute to candidate campaigns or in opposition to candidate campaigns;
- (d) participate or engage in political fundraising events;

- (e) distribute statements for or against particular candidates; or
- (f) engage in any other activity that may favor or oppose a candidate for political office.

Section 18.2 **Allowable Activities**

Notwithstanding the above, this church may, at its sole discretion, and in accordance with federal, state, and local laws, do any of the following:

- (a) use any of its property as a polling venue;
- (b) conduct a nonpartisan voter registration drive;
- (c) host a political forum for candidates so long as all candidates for that office are invited to attend;
- (d) distribute nonpartisan voter education materials; and
- (e) allow a candidate or elected official to address the church if:
 1. the person is not speaking in his or her capacity as a candidate;
 2. neither the candidate, his or her representative, or any representative of the church, mention that the speaker is a candidate or whether there is an upcoming election;
 3. no distribution of campaign literature or other activity take place on the premises which could be interpreted as campaigning;
 4. a representative from the church states that the church does not endorse or oppose candidates for political office; and
 5. there is no implication that the church is endorsing the candidate.

Section 18.3 **Definitions**

- (a) "Candidate" means an individual who seeks a publicly elected government office.
- (b) "Nonprofit organization" is a tax-exempt entity as defined under Section 501(c)(3) of the Internal Revenue Code.
- (c) "Lobbying" means an attempt to influence or provide support or opposition to specific legislative voter initiatives, ballot propositions, referendums, and constitutional amendments.

ARTICLE 19 **INDEMNIFICATION**

Section 19.1 **Indemnification**

The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any proceeding by reason of the fact that such person is or was an agent of the Corporation, to the fullest extent permitted under the laws of California, as it may be amended from time to time.

Section 19.2 **Definition of Agent**

For the purposes of this Article, "Agent" means any person who is or was a Director, Officer, or Employee or other agent of this Corporation, or is or was serving at the request of the Corporation as a Director, Officer, Employee, or Agent of another foreign or domestic association, Corporation, partnership, joint venture, trust, or other enterprise, or was a Director, Officer, Employee, or Agent of a foreign or domestic organization which was a predecessor organization.

**ARTICLE 20
REPEAL OF PRIOR BYLAWS**

The prior Bylaws, adopted on October 31, 2018, are hereby repealed and replaced by these Bylaws adopted on September 1, 2021, and shall take immediate effect.

**ARTICLE 21
AMENDMENT OF BYLAWS**

These Bylaws may be amended at any meeting of the Board of Elders, if each of the following has been satisfied:

- (a) The agenda for the meeting listed Amendment of the Bylaws as a topic of the meeting.
- (b) The text of the proposed amendments was given to each member of the Board of Elders in writing at least ten days prior to the meeting.

Any change in Bylaws must receive a positive vote by two-thirds of the Board of Elders and shall take immediate effect.

**ARTICLE 22
CONSTRUCTION AND TERMS**

If there is any conflict between the provisions of these Bylaws and the Articles of Incorporation of this Corporation, the provisions of the Articles of Incorporation shall govern.

Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding.

All references in these Bylaws to the Articles of Incorporation shall be to the Articles of Incorporation, Articles of Organization, Certificate of Incorporation, Organizational Charter, Corporate Charter, or other founding document of this Corporation filed with the Secretary of State and used to establish the legal existence of this Corporation.

All references in these Bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding provisions of any future federal tax code.

CERTIFICATION BY SECRETARY

I, the undersigned, being the Secretary of Sunrise Community Church Rancho Cordova, do hereby certify that the above Bylaws were adopted by the Board of Elders of said Corporation in a regularly called meeting on September 1, 2021. Said Bylaws are, as of the date of this certification, the duly adopted and existing Bylaws of this Corporation.



Kelly Leck, Secretary

September 11, 2021

Date