



BYLAWS
of
CHRIST HOLY SANCTIFIED CHURCH
of AMERICA. Inc.

REVISION 3.0 – JANUARY, 2014

BYLAWS
Of
CHRIST HOLY SANCTIFIED CHURCH of AMERICA, INC.
(Version 3.0 – Revised January 2014)

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ARTICLE I - NAMES, NOMENCLATURE and OFFICES

Section 1.1 Names

The name of the corporation is *Christ Holy Sanctified Church of America, Inc.* which is the legal entity as first incorporated in 1910 in Keatchie, Louisiana and also incorporated in 1965 in Sacramento, CA.

- a) The name Christ Holy Sanctified Churches refers to the corporation both nationally and internationally.
- b) The acronym, C.H.S.C. (“CHSC”), refers to both Christ Holy Sanctified Church of America, Inc. and to Christ Holy Sanctified Churches.

Section 1.2 Nomenclature

The corporation, Christ Holy Sanctified Church of America, Inc. (“CHSC”, “Christ Holy Sanctified Churches”), is the “Parent” corporation. Christ Holy Sanctified Church also inter-acts with its affiliate churches as an association of fellowship churches and “Convention of Churches”

Section 1.3 Principal Office

The principal office of the corporation for the transaction of its business is located in Sacramento, California

Section 1.4 Change of Address

The Board of Directors may change the principal office from one location to another within the state of California or another state in which it has congregations by noting the changed address and effective date below, and such changes of address shall not be deemed an amendment of these Bylaws:

_____	Dated: _____
_____	Dated: _____
_____	Dated: _____
_____	Dated: _____

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Section 1.5 Other Offices

The corporation may also have offices at such other places, within or outside the State of California, where it is qualified to do business, as its business may require and as the board of directors may from time to time designate.

CHSC is qualified to establish and conduct business in all 50 states of the United States of America and its territories and provinces.

ARTICLE II - PURPOSES AND AFFILIATIONS

Section 2.1 Objectives and Purposes

The primary ministry objective of CHSC is to convene conferences and conventions on a district, state, jurisdiction, and national level in order to perform functions and conduct business necessary in the administration and growth of its fellowship churches.

The specific purposes of this corporation is to preach and teach the Gospel of Jesus Christ in order to win individuals into the Kingdom of Heaven and promote spiritual growth by means, but not limited to evangelism via worship services, television, radio, Internet, personal encounters through its members, fellowship, affiliate churches, seminars, schools, and colleges.

Section 2.2 Affiliations

Churches of CHSC churches affiliate with other churches, fellowships, and organizations which are in like belief of the Constitution of the Christ Holy Sanctified Churches.

ARTICLE III - DIRECTORS

Section 3.1 Number

The corporation shall have thirteen (13) directors and collectively they shall be known as the Board of Directors (also known as “Board of Presbytery,” “Board One,” “The Board.”) The number may be changed by amendment of this Bylaw, or by repeal of this Bylaw and adoption of a new bylaw, or by resolution by Board One

The members of Board One shall consist of the Presiding Bishop, the 1st Vice-President, the General Secretary, and ten (10) other members bringing the total to thirteen (13). Members elected or appointed to Board One will serve a six (6) year term except for those as described in Article 3, Section 4(a). Nine (9) seats are “protected” and will be appointed at the sole discretion and power of the members of Board One. Every Diocesan Bishop should be a member of Board One. Four (4) seats shall be selected by secret ballot by members of the Pastors’ Council (as the seats become available.) Delegates of the Pastors’ Council must be in good standing and present on the day of voting in order for their vote to be eligible.

Section 3.2 Powers

Subject to the provisions of the California Nonprofit Religious Corporation law and any limitations in the Articles of Incorporation and Bylaws relating to action required or permitted to

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be taken or approved by the members, if any, of this corporation the activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors.

Section 3.3 Duties

It shall be the duty of the Directors (Board One) to:

- a) Carry out the vision and mission of the church national
- b) Oversee the general operations of the organization from a financial and functional stand point including the review of financial reports;
- c) Review and ratify (or not ratify) updates of the Constitution, Bylaws, Policy and Procedure, and Polity recommended by the Rules and Resolutions Committee or executive, advisory or select committees;
- d) Hand down “opinions” (as desired or necessary) as to the organization’s position regarding political, legal, or social concerns;
- e) Endeavor to ensure the solvency, continued growth, and longevity of the organization for future generations; generally, ensure effective organizational planning;
- f) Ensure adequate resources and manage resources effectively;
- g) Determine and monitor the organization’s programs and services;
- h) Serve as a (final) Court of Appeal;
- i) Assess its performance;
- j) Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of this corporation, or by these Bylaws;
- k) Appoint and remove, employ and discharge, and, except as otherwise provided by these Bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents and employees of the corporation;
- l) Supervise all external agents and consultants working on behalf of the corporation.

Section 3.4 Terms of Office

There are thirteen (13) board seats and they are classed as follows:

- a) *Lifetime (or permanent)*: Those members appointed to the Board before 2007 are given the status of “lifetime” membership. Once a lifetime member’s seat is vacant

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(resignation, death, or otherwise removed by the Board), their seat becomes a “termed” seat.

- b) *Termed:* Those members who are appointed or elected to board membership. If elected, the term is six years. If appointed to replace an available seat, the term is the remaining term of the seat being filled.
- c) Board members that are elected assume the office at the adjournment (end) of the National Convention on Saturday.

Each director elected or appointed shall hold office according to their status and seat designation.

Section 3.5 Compensation

Directors shall serve without compensation. In addition, they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their regular duties as specified in Section 3 of this Article. Directors may not be compensated for rendering services to the corporation in any capacity other than director unless such compensation is reasonable and is allowable under the provisions of Section 6 of this Article.

Section 3.6 Restriction Regarding Interested Directors

Notwithstanding any other provision of these Bylaws, not more than forty-nine percent (49%) of the persons serving on the board may be interested persons. For purposes of this Section, “interested persons” means:

- (a) Any person currently being compensated by the corporation for services rendered it within the previous twelve (12) months whether as a full- or part-time officer or other employee, independent contractor, excluding any reasonable compensation paid to as a director as director.

Section 3.7 Regular and Annual Meetings

- a) Annual Meeting – An annual meeting of the Directors and for such other business as may be stated in the notice of the meeting shall be held in August during the annual convention at such place, either within or without the State of California, or at such time and date as the Board, by resolution or common consent, shall determine and as set forth in the notice of the meeting.
- b) Winter Meeting – The winter meeting (offsite meeting) of the Board will take place during the month of February of each year for the main purpose of resolving unfinished business, reviewing of the last general conference, approving of the budget for the upcoming fiscal year, receiving of financial reports, and making any necessary appointments of offices, officers, or filling of vacancies.

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Section 3.8 Special Meetings

Special meetings of the Board of Directors may be called by the Chairperson of the board, the presiding bishop (president), the Vice-President or by any five (5) Board One members and such meetings shall be held at the place, within or without the State of California, designated by the person(s) calling the meeting, and in the absence of such designation, at the principal office of the corporation. A *Notice of Special Meeting* shall be mailed to all Board One members at least 14 days in advance.

Section 3.9 Quorum for Meetings

- a) A quorum shall consist of any five (5) Board One members.
- b) Except as otherwise provided by these Bylaws or in the Articles of Incorporation of this corporation, or by law, no business shall be considered by the board at any meeting at which a quorum is not present and the only motion which the Chair shall entertain at such meeting is a motion to adjourn. However, a majority of the directors present at such meeting may adjourn from time to time until the time fixed for the next regular meeting of the board.
- c) When a meeting is adjourned for lack of a quorum, it shall not be necessary to give any notice of the time and place of the adjourned meeting or of the business to be transacted at such meeting, other than by announcement at the meeting at which the adjournment is taken.
- d) The directors (Board One members) present at a duly called and held meeting at which a quorum is initially present may continue to do business notwithstanding the loss of a quorum at the meeting due to a withdrawal of directors from the meeting, provided that any action thereafter taken must be approved by at least a majority of the required quorum for such a meeting or such greater percentage as may be required by law or the Articles of incorporation or Bylaws of this corporation.

Section 3.10 Majority Action as Board Action

Every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present is the act of the Board of Directors, unless the Articles of Incorporation or Bylaws of this corporation, or provisions of the California Nonprofit Religious Corporation Law, particularly those provisions relating to appointment of committees (Section 5212), approval of contracts or transactions in which a director has a material financial interest (Section 5233) and indemnification of directors (Section 5238e), require a greater percentage or different voting rules for approval of a matter by the board.

Section 3.11 Conduct of Meetings

Meetings of Board One shall be presided over by the Chairperson of the Board, or, if no such person has been so designated or, in his or her absence, the President of the corporation (presiding bishop) or in his or her absence, by the 1st Vice-President (Vice President) of the

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corporation, or in his or her absence, by a Chairperson chosen by majority of the directors present at the meeting. The Secretary of the corporation shall act as necessary.

Meetings shall be governed by Roberts Rules of Order as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with these Bylaws, with the Articles of Incorporation of this corporation, or with provisions of law.

Section 3.12 Non-Liability of Directors

The directors shall not be personally liable for the debts, liabilities, or any other obligation of the corporation.

ARTICLE IV - GENERAL CONVENTION

Section 4.1 Purpose

The General Convention of the Christ Holy Sanctified Church of America, Inc. (CHSC) is for the convening of all national elected or appointed officials, boards, auxiliaries (departments), and committees; all diocese, jurisdiction, officials, superintendents, pastors, and ordained elders.

The purpose of the general convention is to:

- a) Elect all national officers and general board members (when applicable)
- b) Reflect the vision of the organization
- c) Report the status of the organization, officers, departments, and committees
- d) Present any new laws, resolutions and/or updates relating to the general operations or procedures of the organization
- e) Receive reports and the general status of the dioceses and jurisdictions and their respective pastors and leaders. The status of each local church is reported and updated.
- f) Hear resolves and/or recommendations of boards, councils, and committees
- g) Provide seminars, training, inspirational singing and preaching

Section 4.2 Members

Membership into CHSC is open to all persons who have been fellowshipped into a local assembly. All members who belong to a local CHSC assembly and are in good standing are afforded the privileges of participating on all levels of the CHSC organization with the exception of voting at the national level. Only delegates of the “general convention” are afforded the privilege of voting.

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Delegates of the “General Convention” are all active and emeritus Board One members, senior pastors, and emeritus pastors who are in good standing. Also, “Persons of Distinction” are Delegates to the General Convention and are allowed the privilege of voting. Persons of Distinction are those who are not pastors or board members but are regarded as members of high esteem. Each jurisdiction may appoint two person of distinction. Board One may also determine persons of distinction at their sole discretion. Persons of distinction are not required to pay annual fees but are required to pay general registration fees due for the convention.

Section 4.3 Fees

A fee (paid monthly or annually), as assessed by the Credentials Committee, is required for all credentialed clergy. In order for members of the Pastors’ Council to participate in elections or other decision making functions of the Pastors’ Council, all fees must be paid and not in arrears.

As being leadership examples and first partakers, all members of Board One must pay their annual credential fees. Members of the Bishops’ Council are exempt from paying annual Credential Fees.

Section 4.4 Convening

The general convention meets annually in August from Tuesday through Saturday (preceding the “third” Sunday in August) in the city approved by the members of Board One.

ARTICLE V – OFFICERS

Section 5.1 Number of Officers

The officers of the corporation shall be a President (also known as the “Presiding Bishop”), a Secretary, and a *Treasurer*. The corporation may also have as determined by the Board of Directors, a Chairperson of the Board, one or more Vice Presidents, Assistant Secretaries, Assistant Treasurer, Legal Counsel (Lawyer) or other officer. Any number of officers may be held by the same person except that neither the Secretary nor the Treasurer may serve as the President or Chairperson of the Board.

The Treasurer and the Legal Officer can be officers of the corporation without being members of Board One or members of CHSC.

Section 5.2 Qualification, Election, and Term of Office

Any person who is a member in good standing in CHSC may serve as an officer of this corporation. The Treasurer and Legal Counsel are not required to be members of this corporation. Officers shall be elected by the Board of Directors, at any time, and each officer shall hold office until the term expires, or he or she resigns, or is removed or is otherwise disqualified to serve, or until his or her successor shall be elected and qualified, whichever occurs first.

Except for Board One Members, the President (presiding bishop), the 1st Vice President), the term for all “elected” persons is “four” (4) years. There are no limits on the number of times an

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individual may be re-elected. Appointed individuals have no set term; however, may be removed at the discretion of Board One or the presiding bishop.

Section 5.3 Subordinate Officers

The Board of Directors may appoint such other officers or agents as it may deem desirable, and such officers shall serve such terms, have such authority, and perform such duties as may be prescribed from time to time by the Board.

Section 5.4 Removal and Resignation

Any officer or Board One member may be removed only with cause (as determined by the Board One) at any time. Any officer may resign at any time by giving written notice to the Board of Directors or to the President or the Secretary 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 the Section shall be superseded by any conflicting terms of a contract which has been approved or ratified by the Board of Directors relating to the employment of any officer of the corporation.

Section 5.5 Vacancies

Any vacancy caused by death, resignation, removal, disqualification, or otherwise of any officer or Board One member shall be filled by the Board. In the event of a vacancy in any office other than the President, such vacancy may be filled temporarily by appointment by the President until such time as the Board shall fill the vacancy. Vacancies occurring in offices of officers appointed at the discretion of the Board may or may not be filled as the board shall determine.

Section 5.6 Order of Succession

In the event the office of the President (presiding bishop) becomes vacant, the 1st vice president (vice president) succeeds to the office of the president as “interim” president until the next scheduled meeting of the Board (or a special call meeting) at which time the Board may either:

- a) Confirm the “interim president” in which the remaining term of the previous president is assumed. A new term (6 years) is not afforded.
- b) Call for a *special* election by the general convention for both the president and vice president.

The 2nd vice-president succeeds to the office of the 1st vice-president as “interim vice-president” until the next scheduled meeting of the Board (or a special call meeting) at which time the Board may either:

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- a) Confirm the “interim 2nd vice-president” as 1st president in which the remaining term of the previous 1st vice-president is assumed. A new term (6 years) is not afforded.
- b) Call for a special election by the general convention for the 1st vice-president.

A “call for an election” may only take place by 2/3 (two-thirds) vote of the Board or if either the 1st vice-president or 2nd vice-president chooses not to succeed to their respective offices as presiding bishop or 1st vice-president and serve out their respective remaining term.

Section 5.7 Duties of President (Presiding Bishop)

The President shall be the chief executive officer of the corporation and shall, subject to the control of the Board of Directors, supervise and control the affairs of the corporation and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, by the Articles of Incorporation of this corporation, or by these Bylaws, or which may be prescribed from time to time by the Board of Directors. Unless another person is specifically appointed as Chairperson of the Board of Directors, he or she shall preside at all meetings of the Board of Directors. If applicable, the president shall preside at all meetings of the members. Except as otherwise expressly provided by law, by Articles of Incorporation, or by these Bylaws, he or she shall, in the name of the corporation, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the Board of Directors.

The presiding bishop establishes the vision of CHSC, upholds the mission for the organization, and is the official voice of the organization regarding all spiritual matters. By virtue of the office, the presiding bishop is afforded all of the respect due to him or her and represents all individuals of CHSC. The presiding bishop is accountable (a servant) first, to God, second to Board One, and third, to the members of the general convention.

Section 5.8 Duties of Vice Presidents

The Vice President (“1st Vice-President”) assists the Presiding Bishop (President) in any way necessary in carrying out the vision and mission of the organization and is the “Chief Operations Officer” of the organization. The Vice President may represent the presiding bishop in all matters relating to the organization including travel, official visits, and presiding over in and at all conferences as necessary.

- a) The Vice President** - In the absence of the President or in the event of his or her inability (incapacitation), the Vice President shall perform all the duties of the President as long as they fall within the ecclesiastical guidelines of the Board One. The Vice-President shall have other powers and perform such other duties as may be prescribed

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by law, by the Articles of Incorporation, or by these Bylaws, or as may be prescribed by Board One.

b) 2nd and 3rd Vice Presidents – In the absence of the President or 1st Vice President (“Vice President”), or as requested by the President, Vice-President, or by the authority of Board One, the 2nd and 3rd Vice Presidents act in succession of the respective positions ahead of them.

Section 5.9 Duties of Secretary

The Secretary shall:

- a) Certify and keep at the principal office of the corporation the original or a copy of these Bylaws as amended or otherwise altered to date.
- b) Keep at the principal office of the corporation or at such other place as the board may determine, a book of minutes of all meetings of the directors, and, if applicable, meetings of committees of directors and of members, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof.
- c) See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law.
- d) Be custodian of the records and of the seal of the corporation and see that the seal is affixed to all duly executed documents, the execution of which on behalf of the corporation under its seal is authorized by law or these Bylaws.
- e) Keep at the principal office of the corporation a membership book containing the name and address of each and any members, and, in the case where any membership has been terminated, he or she shall record such fact in the membership book together with the date on which such membership ceased.
- f) Exhibit at all reasonable times to any director of the corporation, or to his or her agent or attorney, on request therefore, the Bylaws, the membership book, and the minutes of the proceedings of the directors of the corporation.

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- g) In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation of this corporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.
- h) The general secretary shall be provided resources and assisted by persons of able ability in the carrying forth of his or her duties.

Section 5.10 Duties of Treasurer

Subject to the provisions of these Bylaws relating to the “Execution of Instruments, Deposits and Funds”, the Treasurer shall:

- a) Have charge and custody of, and be responsible for, all funds and securities of the corporation, and deposit all such funds in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors.
- b) Receive and give receipt for monies due and payable to the corporation from any source whatsoever.
- c) Disburse, or cause to be disbursed, the funds of the corporation as may be directed by the Board of Directors, taking proper vouchers for such disbursements.
- d) Keep and maintain adequate and correct accounts of the corporation’s properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.
- e) Exhibit at all reasonable times the books of account and financial records to any director of the corporation, or to his or her agent or attorney, on request therefore.
- f) Render to the President and directors, whenever requested, an account of any or all of his or her transactions as Treasurer and of the financial condition of the corporation
- g) Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.
- h) In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation of the corporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

The treasurer shall be provided resources and assisted by persons of able ability in the carrying forth of his or her duties.

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Section 5.11 Compensation

a) Officers. The salaries of the officers, if any, shall be fixed from time to time by resolution of the Board of Directors and no officer shall be prevented from receiving such salary by reason of the fact that he or she is also a director of the corporation, provided, however, that such compensation paid a director for serving as an officer of this corporation shall only be allowed if permitted under the provisions of Article 3, Section 6 of these Bylaws. In all cases, any salaries received by officers of this corporation shall be reasonable and given in return for services actually rendered for the corporation which relate to the performance of the religious, charitable or public purposes of this corporation.

b) Presiding Bishop. The Presiding Bishop shall receive a recommended monthly compensation from CHSC national as presented by the “Compensation and Clergy Care Committee” and/or as approved by a select committee appointed by Board One. The monthly compensation is in addition to any “fringe” benefits (honorariums, insurances, car/housing allowances, expense accounts, etc.) afforded to the Presiding Bishop and is to be included in the annual operational budget of CHSC.

Section 5.12 Responsibility of Family of Executive Officers

In the event that either the presiding bishop (president), assistant presiding bishop (vice president), or 2nd assistant presiding bishop (2nd vice president) becomes (or is expected to become) incapacitated 5 or more days, the immediate family representative of the respective officer is to, at minimum, contact the next officer in succession (per Article 5, Section 6), who will, at their discretion, contact, as applicable, the presiding bishop, 1st, 2nd, and 3rd vice-presidents in determining what action is necessary for the best interest of the organization and board of directors. If applicable, each series of incapacitations is considered full and complete once the officer assumes responsibility and control of their respective office and is based on a case-by-case basis.

ARTICLE VI – NOMINATIONS, ELECTIONS and TERMS of OFFICE

Section 6.1 President (Presiding Bishop)

The election of the President (presiding bishop) of CHSC is held every six (6) years during the annual conference in August on the Monday before the opening day of the general convention (or as necessary as a result of a vacancy). The members of the general convention as defined by Article 4, Section 4.2 of these Bylaws are the only individuals eligible to cast votes for the nomination and election of the presiding bishop.

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To be eligible for the position of presiding bishop, one must be at least a pastor (active or non-active) with at least seven (7) years of pastoral service within CHSC.

- a) The members of the Pastors' Council or "delegates of the general convention" first conduct nominations and hold an election by secret ballot in which the four (4) candidates receiving the highest number of votes cast by members present and voting are presented to Board One for a final election. All other candidates are eliminated
- b) Board One, may, at its sole discretion (and only as absolutely necessary) add candidates for consideration to the ballot.
- c) An election by secret ballot is conducted by Board One and the individual receiving the majority of number of votes cast by the Board members present becomes the president (presiding bishop) and assumes the office at the adjournment (end) of the convention on Saturday evening.
- d) In the event of a tie (more than one individual receiving the same number of votes cast) or no one candidate receives a majority of votes cast by the members present, a discussion for further consideration by the Board may take place after which, another voting is conducted by secret ballot by Board One until there is candidate who receives a majority of votes cast by the Board members present. If, after three (3) votes (casting of ballots), no candidate receives a majority of the votes cast by the voting members present, Board One, at its sole discretion, may eliminate the candidate(s) having the lowest number of votes and then commence the election process as defined by Article 6, Section 1-C until one candidate receives the majority of votes.

Any candidate not winning the office of the president is eligible to be nominated and elected to the office of Vice-President (1st Vice President).

Section 6.2 1st Vice President (Assistant Presiding Bishop)

The election of the 1st Vice-President (assistant presiding bishop) of CHSC is held every six (6) years during the annual conference in August on the Monday before the opening day of the general convention (or as necessary as a result of a vacancy). The election of the 1st Vice-President must take place after the election of president is concluded and the results of that election are made known. The members of the general convention as defined by Article 4, Section 2 of these Bylaws are the only individuals eligible to cast votes.

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- a) The members of the Pastors' Council or "delegates of the general convention" first conduct nominations and hold an election by secret ballot in which the four (4) candidates receiving the highest number of votes cast by members present and voting are presented to Board One for a final election. All other candidates are eliminated.
- b) Board One, may, at its sole discretion (and only as absolutely necessary) add candidates for consideration to the ballot.
- c) An election by secret ballot is conducted by Board One and the individual receiving the majority of number of votes cast by members present becomes the vice president (assistant presiding bishop) and assumes the office at the adjournment (end) of the convention on Saturday evening.
- d) In the event In the event of a tie (more than one individual receiving the same number of votes cast) or no one candidate receives a majority of votes cast by the members present, a discussion for further consideration by the Board may take place after which, another voting is conducted by secret ballot by Board One until there is candidate who receives a majority of votes cast by the Board members present. If, after three (3) votes (casting of ballots), no candidate receives a majority of the votes cast by the voting members present, Board One, at its sole discretion, may eliminate the candidate(s) having the lowest number of votes and then commence the election process as defined by Article 6, Section 1-C until one receives the majority of votes.

Section 6.3 General Secretary

An election by secret ballot is conducted by Board One and the individual receiving the majority of number of votes cast by members present becomes the General Secretary. In the event of a tie (more than one individual receiving the same number of votes cast) or no one candidate receives a majority of votes cast by the members present, a discussion for further consideration by the Board may take place after which, another election is conducted by secret ballot by Board One until there is candidate who receives a majority of votes cast by members present.

The General Secretary shall serve a six (6) year term.

Section 6.4 Treasurer

The Treasurer shall be nominated, elected or appointed at the sole discretion of the Board.

Section 6.5 Board of Presbytery (Board One)

All candidates for membership on Board One, whether elected by the Pastors' Council or recommended for membership by a Board member, must be at least a CHSC pastor in good standing in their local, district, and jurisdiction. Good standing means spiritual deportment and their financial support in all levels including district, jurisdiction, credential fees (must not be in arrears), national convention registration, and their respective giving to the presiding bishop's honorarium.

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While membership on Board One may be desirable and honorable, it is not to be sought or campaigned for.

6.5.1 Candidate via Recommendation from Board One:

- a) A Recommendation from Board One that contains signatures from a minimum of 2/3 of the active Board members may be presented to the general board at any time. Anyone within CHSC (in good standing) may “suggest” an individual for Board One membership to any active Board One member; however, the official recommendation must be presented by a Board One member. It is highly desirable and expected that the individual being recommended has the support of their jurisdiction bishop and that the bishop’s signature is included on the recommendation.
 - (i) Biographical highlights (particularly history within CHSC)
 - (ii) Professional and religious associations and educational accomplishments.
 - (iii) A statement as to why the candidate is qualified to be a Board One member and how CHSC might be enhanced by them being a Board One.
- b) The candidate must be at the level of pastor (including emeritus) in good standing in their local, district, and jurisdiction.
- c) Petitions are to be given to the General Secretary (or the Executive Assistant to the General Secretary) of the Board at least 30 days before the scheduled board meeting of the National Convention, who will in turn present the petition to Board One.
- d) After each petition is reviewed, the candidate will be interviewed by Board One.
- e) If the number of candidates exceeds the number of “available” seats on the board (vacancies, that is, seats to be replaced or added), a preliminary vote by secret ballot will be conducted. The candidate(s) receiving the highest number of votes will proceed to the next round of qualifying (discussion and prayer) by Board One members.
- f) During the discussion phase, Board One members have the opportunity to express their opinions regarding each candidate. After the discussion phase, a final vote by secret ballot will be conducted.
- g) The Board will eliminate or qualify petitions, approve or not approve candidates at its discretion

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6.5.2 Candidate from the Pastors' Council:

- a) If the candidate is elected from the Pastors' Council (per available Board One seats designated) the candidate will be presented to Board One which will have the final approval. The day of election from the Pastors' Council for membership to Board One should convene when there is a representative number (a minimum of 20) of CHSC pastors present.
- b) If there are not at least 20 pastors present to elect a pastor to Board One, those pastors present, and in good standing, may nominate no more than four (4) candidates to be presented to Board One which will then elect an individual by secret ballot.
- c) The candidate from the Pastors' Council must be a level of pastor (including emeritus) and above.

Section 6.6 National Departments

All National Departments shall conduct nominations for its department president every four (4) years. The departments may nominate up to 3 individuals to be presented to Board One who will then elect, via secret ballot, the respective president.

- a) As there are no limits of terms, the incumbent is eligible to be nominated
- b) Nominations are to take place by 12 noon local time on Thursday of the National Convention in order for nominees to be voted upon by Board One
- c) Departments may not extend the term of its president. Board One may, at its discretion, extend the term of any department president if it deems absolutely necessary

Section 6.7 Term of Office

Except for Board One Members, the President (presiding bishop), and the 1st Vice President, the term for all "elected" persons is "four" (4) years. There are no limits on the number of times an individual may be re-elected. Appointed individuals have no set term; however, may be removed at any time at the discretion of Board One or the presiding bishop.

ARTICLE VII - COMMITTEES, COUNCILS, AND FORUMS

Section 7.1 Executive Committee

Board One may, by majority vote of the Board One members, designate two (2) or more of its members (who may also be serving as officers of this corporation) to constitute an Executive Committee and delegate to such Committee any of the powers and authority of the board in the management of the business and affairs of the corporation, except with respect to:

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- (a) The approval of any action which, under law or the provisions of these Bylaws, requires the approval of the members or of a majority of all of the members.
- (b) The filling of vacancies on the board or a committee which has the authority of the board.
- (c) The fixing of compensation of the directors for serving on the board or on any committee.
- (d) The amendment or repeal of Bylaws or the adoption of new Bylaws.
- (e) The amendment or repeal or any resolution of the board which by its express terms is not so amendable or repealable.
- (f) The appointment of committees of the board or the members thereof.
- (g) The expenditure of corporate funds to support a nominee for director after there are more people nominated for director that can be elected.
- (h) The approval of any transaction to which this corporation is a party and in which one or more of the directors has a material financial interest, except as expressly provided in Section 5233(d)(3) of the California Nonprofit Religious Corporation Law.

By a majority vote of its members then in office, Board One may at any time revoke or modify any or all of the authority so delegate, increase or decrease but not below two (2) the number of its members, and fill vacancies therein from the members of the board. The committee shall keep regular minutes of its proceedings, cause them to be filed with the corporate records, and report the same to the board from time to time as the board may require.

Section 7.2 Standing Committees

The corporation shall have standing committees that operate on behalf of Board One in their respective areas. The following committees are standing committees (or councils) and report to the Board as necessary and during regular meetings:

7.2.1 Finance and Budget Committee

Responsible for creating an annual budget and determining the financial resources in which the corporation is to operate. Members of this committee should include members of the Treasurer's staff.

7.2.2 Credential Committee

All ministers and churches of CHSC are expected to support the organization both financially and with their service. The payment of such fees constitutes participation in the general conference and committees and helps supports the Credential Committee's overhead expenses and brings funds into the general treasure.

The purpose of the Credentials Committee is to:

- a) Issue licenses and ordination certificates to all CHSC ministers as directed by the presiding authority

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- b) Certify and issue loyalty cards to ministers who have paid their fees for the current period and are found in good standing.
- c) Maintain current data on all ministers including their position and direct report; provide an official list of ministers and their status to the General Secretary and Board One as requested.
- d) Approve requests for ministers credentials from transfers into CHSC.
- e) Certify credentials of all ministers before any election and other general conference related participation.
- f) Maintain current data on all local assemblies as received from district, jurisdiction, and diocese authorities
- g) Administrate, review, and oversee general tests (oral and written) and other requirements that may be beneficial for the credentialing of CHSC candidates.
- h) Administrate, review, and oversee general tests (oral and written) and other requirements that may be beneficial for the credentialing of CHSC candidates.

7.2.3 Compensation and Clergy Care Committee

The Compensation and Clergy Care Committee reviews and makes recommendations as to the compensation package for the presiding bishop and vice-presidents of CHSC. Compensation includes a base salary (or stipend), insurances, auto allowances, chauffeurs and other assistants as necessary in the performance of their offices. The Compensation and Clergy Care Committee also reviews and recommends assistance for clergy who are elderly or have health related issues and who have served in CHSC 20 years or more.

7.2.4 Pastors' Council

The Pastors' Council ("the Council") Is composed of all Senior Pastors and Emeritus Pastors of CHSC who are in good standing in CHSC. The primary purpose of the Council is:

- a) To participate in the nominations and voting of candidates for election by Board One for presiding bishop and 1st vice president and for voting for membership on Board One (as unprotected seats become available);
- b) To encourage its members to be involved in all aspects of the national church and to support the organization in its spiritual and administrative objectives. While not a "rule making" body, the Council is encouraged to help recommend value added solutions for the betterment of CHSC.
- c) To be a forum for pastors to glean information from their peers and to voice recommendations and concerns to the council for consideration to Board One. A member of Board One will be appointed as oversight to this council

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for the selection of a Chairperson, Vice-Chairperson and other officers as deemed necessary.

7.2.5 Rules, Resolutions, and Guidelines Committee – The Rules, Resolutions, and Guidelines Committee coordinates and analyzes requests for changes and amendments to the Bylaws and Policy and Procedure manual. This committee continues tasks of the Reformation “Select Committee” and transitions from a Select to a Standing Committee. Requests are received throughout the year and compiled, however, to be considered for Board One’s agenda, all updates and rational should be received by the committee at least 90 days prior.

7.2.6 Council of Bishops (Bishops’ Council) –_Members of the Council of Bishops are individuals (bishops) of Christ Holy Sanctified Church that are held in the highest esteem and honor as a result of their years of service, spiritual deportment, wisdom, age and organizational achievement. To be inducted into this council, one must be at least 70 years of age and have served the organization a minimum of 20 years. As a benefit of being a member of the Bishops’ Council, their tenure is lifetime and invoked as they so desire. Members of this Council of Bishops have no administrative responsibilities (if applicable) nor are any current positions or titles pre-empted. Members serve as counsel to the presiding bishop, Board One, and, as requested, to the general assembly. To request an audience with this Council is only granted by that of the Presiding Bishop or Board One. Vestments of members of the Bishops’ Council are distinguishable via color, seals (crests) and accessories, including but not limited to the adorning of traditional pulpit gowns.

Section 7.3 Other Committees

The corporation shall have such other committees as may from time to time be designated by resolution or by majority vote of Board One. Such other committees may consist of persons who are not members of the board. These additional committees shall act in an advisory capacity only to the board and shall be clearly titled as “advisory” or “select” committees.

Section 7.4 Meetings and Action of Committees

Meetings and action of committees shall be governed by, noticed, held and taken in accordance with the provisions of these Bylaws concerning meetings of the Board of Directors, with such changes in the context of such Bylaw provisions as are necessary to substitute the committee and its members for Board of the Directors and its members, except that the time for regular meetings of committees may be fixed by resolution of the Board of Directors or by the committee. The time for special meetings of the committees may also be fixed by the Board of Directors. The Board of Directors may also adopt rules and regulations pertaining to the

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conduct of meetings of committees to the extent such rules and regulations are not inconsistent with the provisions of these Bylaws.

Section 7.5 Leadership Conference

The Leadership Conference is a gathering of all ministers, spouses, and leaders in CHSC for the specific purpose of educating and training with emphasis on church growth and pastoral care. This conference convenes during the last Thursday – Saturday of January of each year in a city as determined by the Leadership Conference Committee. This conference is open clergy and leaders outside of CHSC who pay the respective registration fees.

ARTICLE VIII - ASSEMBLIES AND BOUNDARIES

Section 8.1 Hierarchy

The hierarchy of assemblies within CHSC is as follows:

- a) First, is a **Diocese**. A diocese is composed of a group of “geographical” states (territories) of the United States of America. There are six (6) major boundaries in which the 50 states (plus the District of Columbia) reside.
- b) Second, is the **Jurisdiction**. A jurisdiction may be composed of one or more geographical states or regions (areas) within a state or states within a diocese.
- c) Third, is the **District**. A district is composed of local assemblies which are generally within close proximity of each other. One or more districts make up a jurisdiction.
- d) Forth, is the **Local Assembly**. A local assembly must be comprised of at least two families and a pastor. It takes at least two local assemblies in order to be recognized (remain) as a district; it takes a minimum of four local assemblies in order to form (begin) a new district within a jurisdiction. However, a district may be formed where there are no existing CHSC assemblies.

Section 8.2 Diocese of the Christ Holy Sanctified Churches

a) Northwest Diocese:

Alaska, Washington, Oregon, Idaho, Montana, Wyoming, N. Dakota, S. Dakota.

b) Southwest Diocese:

California, Arizona, Nevada, New Mexico, Utah, Colorado, Hawaii.

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c) North-central Diocese:

Minnesota, Iowa, Wisconsin, Illinois, Indiana, Michigan, Ohio, Kentucky.

e) South-central Diocese:

Texas, Kansas, Missouri, Oklahoma, Arkansas, Louisiana, Nebraska.

f) Northeast Diocese:

Maine, New Hampshire, Vermont, Massachusetts, Delaware, Rhode Island, Connecticut, New York, New Jersey, Pennsylvania

g) Southeast Diocese:

Alabama, Tennessee, Georgia, Mississippi, Florida, S. Carolina, N. Carolina, Virginia, W. Virginia, Maryland, Washington, D.C.

As a diocese is the highest ecclesia government of CHSC (outside of the national church), all local assemblies, district, and jurisdictions are subordinate to the authority of the diocese in which they are a part of. Each diocese is headed (presided over, overseen) by a diocese bishop (“diocesan,” “prelate,”) who is the official representative of the diocese in all works related to the diocese and the national church.

A Jurisdiction is comprised of one or more “physical” U.S. states or “regions” (geographical areas) within a state or states. Examples of a jurisdiction are:

Example One: The “geographical” states of California and Nevada could be comprised of a jurisdiction called the “Gold and Silver Jurisdiction,” or “Jurisdiction One of the Southwest” (or a biblical reference name.) Or, Southern California and Western Arizona could be comprised of a jurisdiction or Northern California and Northern Nevada could be comprised of a jurisdiction called the “Sierra Jurisdiction” within the Southwest Diocese.

Example Two: The “logical” states of Texas North, Texas South, and Texas East could all be separate jurisdictions within the South-central Diocese regardless of the fact that they are in the same “geographical” state of Texas.

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Section 8.3 Criterion for Establishing a Jurisdiction

The ideal reason for establishing a new jurisdiction would be for growth; either internal (spin-off from an existing jurisdiction) or external (expansion of the organization outside of any existing jurisdiction.)

To establish a jurisdiction, one of the following should be met:

- a) When there are at least three (3) churches and the geographical location of those churches are more than 250 miles from an existing jurisdiction;
- b) The number of churches in an existing jurisdiction which are in close proximity of each other (250 miles) exceeds twelve (12) and the establishment of a new jurisdiction would provide opportunities for new growth and development;
- c) A local assembly is started in a diocese where there are no existing CHSC assemblies. That is, this new assembly becomes a pioneering assembly.

Section 8.4 Procedure for Establishing a Jurisdiction

A written petition must be submitted to the general secretary to be included on the agenda of Board One at least two (2) months prior to the general convention in August or the winter board meeting. The petition is to include:

- a) Name of proposed overseer or presiding bishop of the jurisdiction and the officials;
- b) Signatures of the prospective pastors (with existing churches) of the new (proposed) jurisdiction. Each church should be established, solvent, and in good standing within CHSC for a minimum of two (2) years;
- c) A vision and mission statement and a 3 year business plan for the jurisdiction;
- d) The date and location of the jurisdiction's proposed convention and format.

8.4.1 If the petition is approved by the Board, a waiting period of one year (from the date of the submission of the petition) is required in which the new jurisdiction must submit a reporting fee of \$2,500 to the national treasury (to be held in escrow.) All churches of the proposed jurisdiction must remain in good standing and must continue to support/participate with the existing jurisdiction in which they are separating from.

8.4.2 After the waiting period, the Examination Board will approve or not approve the establishment of the new jurisdiction. If approved, the newly established jurisdiction will operate on a trial basis for a period of one year and will convene

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its first convention. The presiding overseer or bishop will be known as “overseer-elect,” or “bishop-elect.” After the trial period, a final approval will be given by Board One after the recommendation of the Examination Board and the new jurisdiction is now official.

- 8.4.3 If the examination board does not approve the establishment after the waiting period, the reason(s) for not approving must be stated in writing and the prospective jurisdiction is to be given an opportunity to address and correct the problems within six (6) months. If the problems are corrected within the 6 months, the prospective jurisdiction will move into the one year trial period.
- 8.4.4 During the waiting and trial periods, no additional reporting fees are due or required. An official report from the jurisdiction will be assessed in the third year (from the date of the petition) and due at the next annual general convention.

The examination board may, at its discretion, waive requirements or request additional information from a prospective jurisdiction in order to facilitate its formation.

Section 8.5 Criterion for Establishing a District

The ideal reason for establishing a new district within a jurisdiction would be for growth; either internally (spin-off from an existing district) or externally (expansion of the organization outside of any existing district.) It must always be the objective of the jurisdiction to promote harmony and unity in every feasible way possible and the national organization (presiding bishop and/or Board One) to only give advice or counsel if requested. However, it is the recommendation or decision of jurisdiction’s overseer or bishop, with input much from the respective jurisdiction’s board of elders/pastors, that is to be considered as final and binding until another petition or request is received.

To establish a district, one of the following must be met:

- a) When there are at least four (4) churches comprising the new/proposed district or the geographical location of a church or churches make it more feasible to establish a CHSC district; much consideration is to be given to help struggling districts before establishing a completely new district unless the new district of churches is more than twenty (20) miles from existing CHSC churches.
- b) The number of churches in an existing district, which are in close proximity of each other (within 20 miles) exceeds six (6) and the establishment of a new district would provide opportunities for additional growth and development of churches (new assemblies into CHSC); The existing district “must” be left with at least 6 churches (or no less than what the number of churches previously was, if less than 6). Note: The number of churches in a district exceeding 6 **is not** an automatic reason for starting a new district; it is only a benchmark for “new” (additional churches) coming into the organization.

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- c) A local assembly is started in a diocese or jurisdiction where there are no existing CHSC assemblies. That is, this new assembly becomes a pioneering assembly.

Section 8.6 Procedure for Establishing a District

A written petition from the proposed district must be submitted to the overseer/bishop of the jurisdiction and/or board of pastors/elders (which is to be included on the agenda of the jurisdiction) before any scheduled or call meeting. Also, a “courtesy” meeting along with a letter of intent must be submitted to any districts (superintendents) in which any churches are proposed as exiting. The petition is to include:

- a) Name of proposed superintendent (presiding elder) and the district officials;
- b) Signatures of the prospective pastors (that have existing churches) of the new (proposed) district. Each church must be established, solvent, and in good standing within CHSC for a minimum of six (6) months;
- c) The date and location of the district’s proposed meeting and format.

- 8.6.1 If the petition is approved by the jurisdiction’s board of pastors/elders, a waiting period of six months (from the date of the submission of the petition) is required in which the new district must submit a reporting fee as determined by the board of pastors/elders of the jurisdiction (to be held in escrow.) All churches of the proposed district must remain in good standing and must continue to support/participate with the existing district in which they are separating from.

ARTICLE IX - OFFICIAL TITLES

There are many names and titles used in the Scriptures to define the various roles, work, responsibility, and authority of those who are in the work of the ministry. Some titles and names refer to rank while others reference the work. And, there are some titles (ranks) which are not referenced in the Scriptures but are recognized from *an* ecumenical or secular point of view.

The following are “official” titles or ranks of the Christ Holy Sanctified Church

Section 9.1 Minister

- a) Aspirant
- b) Licensed
- c) Ordained or “Elder”
- d) Reverend (Rev.)

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- e) Evangelist
- f) Prophet
- g) Pastor
- h) Apostle
- i) Bishop

Section 9.2 Superintendent

Serves as the “presiding elder” of the district (a group of local assemblies.) A superintendent may also be a pastor of a local assembly in CHSC. The Superintendent must:

- a) Be an ordained minister at least 21 years of age
- b) Pay their tithe and teach the same; must pay their credential fees, district, jurisdiction and national related fees including official honorariums
- c) Be able to hold council concerning problems of the local churches
- d) Be able to build and embrace new churches and missions
- e) Be amenable and work with the jurisdiction bishop and support the work of the jurisdiction and national church

Section 9.3 Overseer

Is the “presiding elder” of the jurisdiction and oversees the jurisdiction (a group of districts and/or states) and is the representative to the Board. The overseer’s position is not that of a dictator (“absolute authority”) to those they lead, however; their office and position should be respected to the highest as they have the final authority on all matters representing their jurisdiction (as allowed by CHSC Presiding Bishop, Board One and/or its bylaws.) An overseer may also be a pastor of a local assembly in CHSC.

Section 9.4 Bishop

A bishop is essentially one who has the “oversight” or care of the churches. In CHSC, an individual is recognized as a bishop only if they were consecrated by at least three (3) other bishops (college of bishops).

Various ranks of bishops in CHSC are:

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- a) Auxiliary Bishop – Bishops over particular departments within CHSC. For example, Bishop of Education or a Bishop of Foreign Missions. These bishops generally do not have jurisdictional authority
- b) Jurisdictional Bishop – Bishops who oversee and are responsible over one or more jurisdictions
- c) Diocese Bishop (diocesan) – The ranking bishop over all jurisdictions within a diocese
- d) Presiding Bishop – The “prelate” (pronounced *prell-ate*) and president of and the highest ranking bishop within CHSC.

Bishops are also referred to as “The Right Reverend.” The Presiding Bishop (President of CHSC) is also referred to as the Presiding Prelate, “The Most Reverend,” “Chief Apostle,” or “Arch Bishop” of CHSC national and international.

ARTICLE X - LITURGIES

Liturgy is: a form of public worship; ritual; formularies for public worship; a particular arrangement of services.

All of the Christ Holy Sanctified Churches particular services forms are outlined in the separate document, “*Forms of Service/Litany for Christ Holy Sanctified Church*”. These forms are suggested guidelines for ordinations, pastoral installations, church installations, church dedication, funerals for national officials and other dignitaries (“State Funerals”), and other services on the official level such as the installation of Superintendents and Overseers and the consecration of a Bishop.

Section 10.1 Consecration of a Bishop

Overseers are eligible to be consecrated to the office of bishop after serving for three (3) years as overseer, a petition from the jurisdiction in which the overseer serves is not required. Any objections or concerns, whether from the jurisdiction or a Board One member, should be received and considered before the final approval of Board One.

Board One may consecrate an overseer or, if the need arises, any other individual serving in an executive administrative position with the Board at its sole power and discretion. From the time the Board approves an individual to the office of bishop until the consecration service, their official title becomes, “Bishop-elect,” or “Bishop-designate.” However; if the individual is not a consecrated bishop and they have been elected to the position of president during the general convention as a result of an election, they assume the title of bishop-elect only through the end of the national conference, after which, they may assume title of bishop.

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It is desirable and highly recommended that the “Bishop’s House” (those who serve in the jurisdiction where the bishop-elect or bishop-designate is to preside), is very much involved in the process and service. Individuals being consecrated to the office of bishop in CHSC are consecrated in the Episcopal order. However, the individual being consecrated has the option of a “traditional” consecration, if they desire.

As the consecration of an individual to the bishopric is a very sacred and holy act, recommendation to this most special office is accomplished by the following:

10.1.1 Petition

If an individual who is recommended for consecration is from outside of Board One, a written petition must be received and approved by 2/3 vote of Board One at least 9 months prior to the service of Episcopal Consecration allowing ample time for the preparation of the service and the ordering of the vestments, certificates, and symbols and for the official written announcements and invitations.

10.1.2 Titles

The individual to be consecrated is referred to as “bishop-elect,” or if automatically succeeding to the position as a result of a vacancy, the individual is referred to as “bishop-designate.

10.1.3 Vestments

- a) Mitre
- b) Cope
- c) Cassock
- d) Rochet
- e) Chimere
- f) Tippet
- g) Zucchetto

10.1.4 Symbols

- a) Cross
- b) Ring
- c) Crozier
- d) Sword

10.1.5 College of Bishops

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A “College of Bishops” from CHSC is to be present at the Order of Episcopal Consecration Service (High Praise). A minimum of 3 “consecrated” bishops must be present in order for the service to be official.

10.1.6 Consecrators

Consecrators consist of a Chief Consecrator and a minimum of two (2) Co-Consecrators. At least one of the consecrators should be a bishop within CHSC. Visiting heads of denominations and other various ranking bishops are welcomed and encouraged to participate in the various parts of the consecration service.

10.1.7 Chaplin

The Chaplain is the facilitator of the service and is generally a consecrated bishop. However, an individual of high esteem, such as a Superintendent or Overseer, may serve and function as the “Chaplain to the Chief Consecrator.”

10.1.8 Certificates – The following certificates are presented and signed during the Induction Ceremony:

- a) Certificate of Episcopal Election
- b) Certificate of Apostolic Intent
- c) Certificate of Ordination and Consecration
- d) Certificate of Episcopal Orders

10.1.9 Services

- a) Induction Ceremony – This service convenes approximately 1 ½ hours before the “Public Worship” and is a small, intimate setting of only ordained ministers and family members of the bishop-elect. Other than the immediate family, non-ordained “ministers” are not part of this sacred ceremony. This is the service in which all of the vestments and symbols are displayed and the certificates signed and sealed. Testimonials are heard from various members of the bishop-elect’s house, jurisdiction, and family members.
- b) Order of Consecration and Ordination – This service is also known as the public worship or “High Praise” service and generally convenes shortly after the Induction Ceremony. A procession march around the church of all of ministers and other dignitaries lead by an Honor Guard (ex: Explorer Scouts) officially opens this public “high praise” worship service.

**ARTICLE XI – NATIONAL DEPARTMENTS and BOARD of
ADMINISTRATION**

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All national departments work in close conjunction with the Board of Administration in providing programming of the highest quality for all national related conferences and conventions. Each CHSC national department has a president, vice-president, secretary, and treasurer.

All national department presidents and vice-presidents serve for a 4 year term and are elected or appointed by Board One.

Section 11.1 Board of Administration

The purpose of the Board of Administration is to facilitate and administrate, from national and executive levels, the day-to-day administrative functions as well as yearly operations relating to conferences and conventions of the Christ Holy Sanctified Church by providing a standard of operation and procedures without regard to the personnel make-up of the Board of Presbytery (Board One) or other national department personnel. Members of this board are appointed and are appointed as a result of qualifications and specific skill sets they possess.

The Board of Administration is comprised of (but not limited to) the following committees or departments:

- a) Finance and Budget,
- b) Event Planning and Coordinatio0n
- c) Leadership Conference and Retreat
- d) Adjutant and Armor Bearers
- e) Hospitality
- f) Corporate Communications and Public Relations,
- g) Credentials
- h) Rules, Guidelines and Resolution
- i) Compensation and Clergy Care
- j) Honors, Recognition, and Presentation

Section 11.2 Christian Education

The Christian Education Department consists of:

- a) Sunday School
- b) Youth (Holiness Young People Bible Study or “H.Y.P.B.S.”)

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Section 11.3 Women’s Department

The object of the Women’s Department is centric to all women of all ages and provides guidelines on how to live godly lives and enhance their personal and spiritual lives through education, training, prayer, fasting, seminars and retreats using the Word of God as its foundation and spiritual guide. The Women’s Department also raises funds for internal projects for support to the national treasury.

Section 11.4 Foreign Mission

The national organization’s “missionary” outreach into foreign countries in which CHSC provides financial assistance to select countries and helps supports individuals who have dedicated themselves to ministry in the foreign field.

Section 11.5 Music Department

All music related entities fall under the auspices of the Department of Music. These include Praise and Worship, National Choir, Children’s Choir, Youth Choir and music staff and musicians. The Music Department is responsible for providing music for all services and programs at the national level and particularly during the general convention.

Section 11.6 Usher Department

Provides crowd control, seating and section assignments, and general assistance during the general conventions. Works closely with the hospitality and the national adjutant department.

ARTICLE XII – TERMINATIONS and TRANSFERS of MEMBERSHIP

Section 12.1 Lay Members

Members of a local CHSC assembly desiring to terminate their membership with a particular assembly should only do so with much thought, counsel, and prayer. Leaving a church should not be an easy decision and must be done with decency, respect, and with the thought that, the door is always open for the member to return, if ever circumstances allow.

The following is to be adhered to when terminating or transferring membership:

- a) Out of respect, arrange a meeting with the pastor and inform him of the decision to terminate/transfer their membership and share any reasons why
- b) Present the pastor with an official letter of resignation
- c) Return any keys, assets, equipment, and records that are the property of the church
- d) The terminating or transferring member must not proselyte or persuade other members to leave with them. Family members or others close to the member that is leaving may also leave but should only do so as a result of their personal decision.
- e) Request a “Letter of Service” (or recommendation) from the pastor that can be presented to the new church

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Section 12.2 Clergy

It is hoped that, whenever a licensed or ordained minister leaves a local assembly, it is hoped that it is done with the full support and blessing of the pastor in that the minister is leaving to up-build the Kingdom - start another assembly or is transferring to assist another assembly. It is further hoped that a plan of action and time frame has been developed and agreed by both the pastor and the minister leaving in order there be a smooth and orderly transition.

The following is to be adhered to when a clergy leaves a local CHSC assembly:

- a) Out of respect, arrange a meeting with the pastor and inform him of the decision to terminate/transfer their membership and share any reasons why
- b) Present the pastor with an official letter of resignation
- c) Return any keys, assets, equipment, and records that are the property of the church. If a minister is leaving the organization, he is to surrender all credentials (certificates) and credential card. Copies of credentials may be kept as a record and as proof.

Section 12.3 Pastor

It is hoped that, whenever a pastor leaves a local assembly, it is done with the full support and blessing of the district superintendent in that the pastor is leaving (or being assigned) to start another assembly in another area or is transferring to an established assembly. It is further hoped that a plan of action and time frame has been developed and agreed by the superintendent, congregation, and the pastor that is leaving in order there be a smooth and orderly transition. It is important to remember that, it is the pastor and his family that are leaving and not the congregation; therefore, any member of the congregation desiring to remain with the local assembly or the CHSC organization has every right to do so without fear of retaliation.

The following is to be adhered to when a pastor leaves a local CHSC assembly:

- a) If the pastor is not being assigned (or re-assigned) by the superintendent, jurisdiction bishop, or presiding bishop, arrange a meeting with the superintendent or jurisdiction bishop and inform them of the decision to terminate/transfer their membership and share any reasons why
- b) Present the superintendent with an official letter of resignation
- c) Return any keys, assets, equipment, and records that are the property of the church. If pastor is leaving the organization, he is to surrender all credentials (certificates), pastoral installation certifications, and credential card. Copies of credentials may be kept as a record and as proof.
- d) If the pastor is leaving the organization, they are not to proselyte members of the congregation, district or jurisdiction.
- e) If real property and/or personal property are involved, only property which “legally” belongs to the pastor may go along with him. A mutual arrangement should be agreed on for a smooth transition.
- f) As the finances and funds on deposit in the banks or other financial institutions technically belong to the church, only that which is owed to the pastor, such as

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salary, housing allowance, loans, accounts payable, reimbursements, etc., are to be a part of his settlement or exit package. In no instance should a pastor (or any individual) lay claim to any portion of the church's finances without official or legal documentation or that which was mutually agreed upon and recorded with the board of directors/trustees.

ARTICLE XIII – DISCIPLINE

On occasion a brother or sister wanders from the fellowship and the teaching of the Scripture and may fall into sin. And sin, separates us from God which can lead to eternal damnation. Therefore, it is of utmost importance to do everything possible (within the power of the organization) to restore one back into the fellowship of the saints and most important, into right standing with God.

Section 13.1 Purpose of Discipline

The purpose of discipline is to restore one back into the fellowship of the organization and to help strengthen and encourage them in conquering the forces of evil. Therefore, it is not the intent throw away or humiliate an individual who is truly repentant. Paul, in his letter to the Galatians, said, *“Brethren, if a man be overtaken in any trespass, you who are spiritual restore such a one in a spirit of gentleness, considering yourself lest you also be tempted.”* (Galatians 6:1, NKJV)

Section 13.2 Process of Discipline

In, Jesus sets forth the four step process of church discipline in Matthew 18:15-17: (1) tell him his sin alone; (2) take some witnesses; (3) tell the church; and (4) treat him as an outsider.

13.21 Step One

(Matt. 18:15). The process of church discipline begins on an individual level. Jesus said, “And if your brother sins, go and reprove him in private” (v. 15a). Here, an individual believer is to go to a sinning brother privately and confront him in a spirit of humility and gentleness. This confrontation involves clearly exposing his sin so that he is aware of it and calling him to repentance. If the sinning brother repents in response to the private confrontation, that brother is forgiven and restored (v. 15b).

13.22 Step Two

(Matt. 18:16). If the sinning brother refuses to listen to the one who has rebuked him privately, the next step in the discipline process is to take others. The following is to be adhered:

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- a) A committee of not less than three (3) and no more than seven (7) shall be assembled to hear the matter of the individual of their peers. (A lay member may be heard by lay members or the pastor. Ministers and ordained elders are to be tried by only by their respective peers. A Pastor is to be tried only by pastors, or superintendents. A Bishop or overseer is only to be tried by their respective peer level or above. Board of Presbytery members (Board One) may only be tried by members of Board One)
- b) If the individual in question is not in agreement with the outcome of the trial, they may appeal to the district superintendent or jurisdiction bishop. A Board member may only appeal to the general board.
- c) Matters associated with crimes (such as sexual misconduct against children) must be handled by proper legal counsel and proper law enforcement jurisdiction in order that there is no accusation of cover-up or conspiracy by the organization.
- d) Matters concerning financial improprieties against the organization should be dealt within the organization as best as possible.

ARTICLE XIV - EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS

Section 14.1 Execution of Instruments

The Board of Directors, except as otherwise provided by the Bylaws, may, by resolution, authorize any officer or agent of the corporation to enter into any contract or execute and deliver 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 employee 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 monetarily for any purpose or in any amount.

Section 14.2 Checks and Notes

Except as otherwise specifically determined by resolution of the Board of Directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money and other evidence of indebtedness of the corporation shall be signed by the Treasurer and countersigned by either the president, vice-president, or other designated signatory. All checks outside of the approved budget or over \$1,000 must be approved and counter-signed signed by the president or vice-president.

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Section 14.3 Deposits

All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trusts companies, or other depositories as the Board of Directors or officers may select.

Section 14.4 Gifts

All Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or device for the charitable or public purposes of this corporation.

ARTICLE XV - CORPORATE RECORDS, REPORTS AND SEAL

Section 15.1 Maintenance of Corporate Records

The corporation shall keep at its principal office in the State of California, or with the corporation's designated agent(s) acting on behalf of the corporation:

- (a) Adequate and correct books and records of account including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains and losses;
- (b) A record of its members, if any, indicating their names and address and, if applicable, their class of membership held by each member and the termination date of any membership;
- (c) A copy of the corporation's Articles of Incorporation and Bylaws as amended to date, which shall be open to inspection by the members, if any, of the corporation at all reasonable times during office hours.

Section 15.2 Corporate Seal

The Board of Directors may adopt, use, and at will alter, a corporate seal. Such seal shall be kept at the principal office of the corporation. Failure to affix the seal to corporate instruments, however, shall not affect the validity of any such instrument.

Section 15.3 Directors' Inspection Rights

Every director (Board One member) shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the corporation.

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Section 15.4. Right to Copy and Make Extracts

Any inspection under the provisions of this Article may be made in person or by agent or attorney and the right to inspection includes the right to copy and make extracts.

Section 15.5 Annual Report and Business Meetings

The board shall cause an annual report to be furnished not later than one hundred and twenty (120) days after the close of the corporation's fiscal year to all directors of the corporation and, if this corporation has members, to any member who requests in writing, which report shall contain the following information in appropriate detail:

- (a) The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
- (c) The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes, for the fiscal year;
- (d) The expenses or disbursements of the corporation, for both general and restricted purposes, during the fiscal year.

The board may, as necessary, convene business meetings that includes the members of the general convention. The purpose of such meetings are to update and inform the general convention as to the status of any major projects as well as the financial status of the corporation. Unless otherwise directed by the chair of the meeting, business meetings will entertain questions and answers, if any, between the board and the general convention.

ARTICLE XVI - FISCAL YEAR

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Section 16.1 Fiscal Year of the Corporation

The fiscal year of the corporation shall begin on the 1st of September and end on the 31st of August of each year. However, for accounting purposes, the corporation shall utilize the Calendar year of 1st of January through the 31st of December.

ARTICLE XVII - AMENDMENT OF BYLAWS

Section 17.1 Amendment

Subject to any provision of law applicable to the amendment of Bylaws of Religious nonprofit corporations, these Bylaws, or any of them, may be altered, amended, or repealed and new Bylaws adopted as follows:

- (a) Subject to the power of members, if any, to change or repeal these Bylaws under Section 5150 of the Corporations Code, by approval of the Board of Directors unless the Bylaws amendment would materially and adversely affect the rights of members, if any, as voting or transfer, provided, however, if this corporation has admitted any members, then a Bylaw specifying or changing the fixed number of directors of the corporation, the maximum or minimum number of directors, or changing from a fixed to variable board or vice versa, may not be adopted, amended, or repealed except as provided in subparagraph (b) of this Section;

- (b) By approval of the members, if any, of this corporation.

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ARTICLE XVIII - AMENDMENT OF ARTICLES

Section 18.1 Amendment of Articles Before Admission of Members

Before any members have been admitted to the corporation, any amendment of the Articles of Incorporation may be adopted by approval of the Board of Directors.

Section 18.2 Amendment of Articles after Admission of Members

After members, if any, have been admitted to the corporation, amendment of the Articles of Incorporation may be adopted by the approval of the Board of Directors and by the approval of the members of this corporation.

Section 18.3 Certain Amendments

Notwithstanding the above sections of this Article, this corporation shall not amend its Articles of Incorporation to alter any statement which appears in the original Articles of Incorporation of the names and addresses of the first directors of this corporation, not the name and address of its initial agent, except to correct an error in such statement or to delete such statement after the corporation has filed a “Statement by a Domestic Non-Profit Corporation” pursuant to Section 6210 of the California Nonprofit Corporation Law.