

**BYLAWS**  
**Of**  
**HOPE YOUTH RANCH, INC.**

**ARTICLE I: NAME AND LOCATION**

The name of the corporation is as specified in Article I of the Articles of Incorporation as Article I now exists or may hereafter be amended. The principal office and any other offices and meeting places shall be as established from time to time by the Board of Directors. Meetings of the Board of Directors may be held at such places within or without the State of Florida, as may be designated or selected from time to time by the Board of Directors.

**ARTICLE II. POLITY**

The government of the corporate church shall be theocratic, recognizing that Jesus Christ is the Lord, Head of the Body of Christ, and He has vested the authority to direct the ministry of the church in the Board of Directors. The Board of Directors shall appoint a Chief Executive Officer to serve the church as lead pastor and to carry forth the corporate and ministerial directives and duties assigned to the Chief Executive Officer by the Board of Directors. The church maintains its inherent rights to sovereignty in the conduct of church life in accordance with the Articles of Incorporation, and voluntarily enters into a cooperative fellowship with the Body of Christ, and particularly with churches of like precious faith.

**ARTICLE III. PURPOSE AND MISSION**

This corporate church is organized exclusively for charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the United States Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law), including, but not limited to, such purposes as the establishing and maintaining of religious worship of Almighty God, the building of churches, parsonages, schools, chapels, radio stations, television stations, rescue missions, ships, daycare centers, camps, retreat centers; the evangelizing of the unsaved by the proclaiming of the Gospel of the Lord Jesus Christ; the educating of Christian believers in a manner consistent with the requirements of Holy Scripture, both in Sunday and weekday schools of Christian education; and the maintaining of missionary activities in the United States and any foreign country.

In general, the corporation exists for the propagation of the Gospel of Jesus Christ, as revealed in the New Testament, defined broadly in Matthew 22:17-40 (The Great Commandment) and Matthew 28:19-20 (The Great Commission), and summarized as follows:

- Worship: “Love the Lord with all your heart” – To participate in public worship services together, to maintain regular personal devotions, and to live daily in accordance with New Testament principles, teachings, and commandments.
- Ministry: “Love your neighbor as yourself” – To serve unselfishly, in Jesus’ name, in meeting the spiritual, physical, emotional, and material needs primarily of those in the church.
- Evangelism: “Go and make disciples” – To share the good news of Jesus Christ with as many people as possible in our area, state, nation and throughout the world.

- Fellowship: “Baptizing them” – To encourage believers to publicly declare their relationship with God through Jesus Christ and to identify themselves with His Church. To invite them, by word and action, to become part of the local fellowship and to support and pray for each other as members of the family of God. To share together in keeping with New Testament practices that believers encourage and participate in social situations (i.e. invitations to each other’s homes, taking meals with one another, Bible studies, partaking of joint recreational and entertainment activities, etc.) that involves other members of the fellowship.
- Discipleship: “Teaching them to obey” – To help members develop toward full Christian maturity, evidenced in their daily living and lifestyle, and train them for effective ministry on behalf of Jesus Christ. To promote their personal, spiritual growth and discipleship through modeling the life of Jesus, encouraging personal Bible reading and providing the teaching of God’s Word.

To accomplish such purpose and mission, the following may be established in the United States and abroad: schools, institutions, mission outreaches, evangelistic crusades, Bible Studies, Christian education ministries, retreats, conferences, seminars and classes, etc. with the ultimate goal of establishing churches, regular places of worship of Almighty God, with instruction, Christian fellowship and opportunities for evangelism.

#### **ARTICLE IV. STATEMENT OF FAITH AND FUNDAMENTAL TRUTHS**

The following comprise the Scriptural beliefs of this church.

- A. This church accepts the Holy Bible (the sixty-six books of the Old Testament and New Testament – the complete and divine relation of God to Man) as its authority in matters of faith and the only basis for our beliefs and practice.
- B. The following tenets represents the church’s tenets of faith:

##### Section 1. About The Bible

The Holy Bible is the infallible, inerrant and inspired Word of God. “All scripture is given by inspiration of God, and is profitable for doctrine, for reproof, for correction, for instruction in righteousness.” (II Timothy 3:16)

##### Section 2. About The One True God

There is one God—He is eternal, He is holy, He has infinite power, and He possesses absolute and indivisible deity. This one true God has revealed Himself as the Father in creation, through His Son in redemption, and as the Holy Spirit by indwelling.

##### Section 3. About The Deity Of The Lord Jesus Christ

The Lord Jesus Christ is the eternal Son of God. The Scriptures declare: His virgin birth (Matthew 1:23; Luke 1:31, 35); His sinless life (Hebrews 7:26; I Peter 2:22); His miracles (Acts 2:22; 10:38); His substitutionary work on the cross (I Corinthians 15:3; II Corinthians 5:21); His bodily resurrection from the dead (Matthew 28:6; Luke 24:39; I Corinthians 15:4); His exaltation to the right hand of God (Acts 1:9, 11; 2:33; Philippians 2:9-11; Hebrews 1:3)

#### Section 4. About The Holy Spirit

The Holy Spirit is a member of the Trinity of God and is God. He convicts men of sin and brings new birth. Immediately, upon an individual becoming born-again, the Holy Spirit takes up residence and lives in that believer to enable him to walk in holiness. Thus, every believer becomes the temple of the Holy Spirit who dwells within (I Corinthians 6:19).

#### Section 5. About The Gospel

Simply put, the Gospel is the Good News. In a dark and tumultuous world, the Gospel is the good news of God's light, His peace and His grace. We believe in the Gospel.

#### Section 6. About Humanity

At creation, mankind was innocent and pure. Through the sin of disobedience, Adam and Eve fell from that innocent state and introduced sin into the human race.

#### Section 7. About Sin And Salvation

Everyone on earth was born into sin, and has sinned; therefore, everyone on earth is in need of salvation. (Romans 3:23-25, Romans 6:23, Ephesians 2:8-9)

Salvation is attained not through our own merit, but by grace through faith in Jesus Christ. We are made partakers of this salvation through obedience to the Scriptures by repenting of our sins, by confessing with one's mouth Jesus is Lord and believes in one's heart that God raised Jesus from the dead, therefore the individual is saved for it is with one's heart that one believes and is justified and it is with one's mouth that one confesses and is saved and becomes the temple of the Holy Spirit. We are baptized by Holy Spirit into the Body of Christ. (Romans 10:9-13; 6:1-6, Acts 2:38, I Corinthians 12:13)

There is no salvation outside of obedience to the Gospel of Jesus Christ. "Neither is there salvation in any other: for there is none other name under heaven given among men, whereby we must be saved." (Acts 4:12)

#### Section 8. About The Church

The universal Church is the body of Christ, comprised of all people who have accepted Jesus Christ as Lord and Savior (See Romans 10:9-13), and Jesus Christ is the head of the Church.

#### Section 9. About Christian Living

As Christians, we are to love God and love others. As New Testament Christian believers, we should live a holy life, based on the Holy Bible, both inwardly and outwardly. Our Christian journey should be a progression as we grow continually closer in mindset and deed to Jesus Christ, resembling Him more and more.

#### Section 10. About Marriage And Sexuality

We believe that the term marriage has only one legitimate meaning, and that marriage is sanctioned by God, joining one man and one woman in a single, covenantal union as delineated by Scripture. Marriage ceremonies performed in any facility owned, leased, or rented by this church will be only those

ceremonies sanctioned by God, joining one man with one woman as their genders were determined at birth. Whenever there is a conflict between the church's position and any new legal standard for marriage, the church's statement of faith, doctrines, and biblical positions will govern. (Gen. 2:24; Eph. 5:22–23; Mark 10:6–9; 1 Cor. 7:1–9) We believe that God has commanded that no intimate sexual activity be engaged in outside of marriage as defined above. We believe that any other type of sexual activity, identity, or expression that lies outside of this definition of marriage, including those that are becoming more accepted in the culture and the courts, are contrary to God's natural design and purpose for sexual activity. (Gen. 2:24; Gen. 19:5; Lev. 18:1–30; Rom. 1: 26–29; 1 Cor. 5:1; 6:9–10; 1 Thess. 4:1–8; Heb. 13:4)

#### Section 11. About Employment And Volunteers

This church believes that homosexuality is immoral and a sin as taught in Scripture. (Leviticus 18:22; Romans 1:26, 27; I Corinthians 6:9, 10; I Timothy 1:9;10) This church has adopted as policy not to hire as a staff person, or appoint as volunteer, anyone who is knowingly homosexual, lesbian, or acts, lives, or dresses in a transgender manner, because to do so would go contrary to the beliefs and Biblical doctrines accepted by this church. Should the church unknowingly hire as a staff person, or appoint as a volunteer, one who is homosexual or lesbian or acts, lives, or dresses in a transgender manner, upon discovering this, the church will summarily ask for this individual's resignation. If their resignation is not forthcoming, the church will consider this grounds for termination of employment or dismissal. This policy shall apply to every person previously or currently hired or appointed to by this church in any staff or volunteer position.

#### Section 12. About The Lord's Supper

We observe the Lord's Supper in the taking of communion as a church body. Representative of the body and the blood of the crucified Savior, we partake of unleavened bread and fruit of the vine (preferably unfermented grape juice) in remembrance of his perfect sacrifice for us.

#### Section 13. About Baptism in Water.

The ordinance of baptism by immersion is commanded in the Scriptures. All who repent and believe on Christ as Lord and Savior are to be baptized. Thus, they declare to the world that they have died with Him to walk in newness of life (Matthew 28:19; Mark 16:16; Acts 10:47,48; Romans 6:4)

#### Section 14. About The Equipping And Training Offices Of The New Testament Church

To prepare God's people for works of service so that the Body of Christ may be built up until all reach unity in the faith and in the knowledge of the Son of God and become mature, attaining to the whole measure of the fullness of Christ, Jesus gave to the church some to be apostles, some to be prophets, some to be evangelists, and some to be pastors and teachers. These offices continue to be active, filled, and on display until the end of the church age. (Eph. 4:11-12)

#### Section 15. About The Empowerment Of The Holy Spirit:

Although the Holy Spirit resides in every born-again believer immediately upon their new birth, all believers are entitled to (should ardently expect, and earnestly seek the promise of the Father) the Baptism in the Holy Spirit and fire, according to the command of our Lord Jesus Christ. (Acts 8:12-17; 10:44-46; 11:14-16; 15:7-9) The Holy Spirit endues the believer with power for life and service and to access and utilize spiritual gifts and their uses in the work of the ministry (Luke 24:49; Acts 1:4, 8; I Cor. 12:1-31).

## Section 16. About The Gifts Of The Spirit

The gifts of the Spirit that were on display throughout the New Testament are still active in the church today. The Holy Spirit is manifested through a variety of spiritual gifts to edify and sanctify the church, to demonstrate the validity of the resurrection, and to confirm the power of the Gospel. (Romans 12:6-8; I Corinthians 12)

## Section 17. About The Future

We earnestly anticipate the imminent time when the righteous shall be caught away to meet the Lord in the air. “For the Lord himself shall descend from heaven with a shout, with the voice of the archangel, and with the trump of God: and the dead in Christ shall rise first: Then we which are alive and remain shall be caught up together with them in the clouds, to meet the Lord in the air: and so shall we ever be with the Lord.” (I Thessalonians 4:16-17) We also await the second coming of Jesus Christ when He literally returns to earth as King in power and glory to rule for a thousand years. (Revelation 20:1-6)

### **ARTICLE V. AUTHORITY OF THE STATEMENT OF FAITH PROVISION**

Our STATEMENT OF FAITH AND FUNDAMENTAL TRUTHS does not exhaust the extent of our faith. The Bible itself is the sole and final source of all that we believe. We do believe, however, that the statement of faith and fundamental truths accurately represents the teachings of the Bible and therefore is binding upon all directors, members, staff, and volunteers. All literature, whether print or electronic, used in the church shall be in complete agreement with the statement of faith and fundamental truths. All activities permitted or performed in any facilities owned, rented, or leased by this church or engaged in by any member of the church staff (volunteer or paid) and all decisions of the administration of this church shall not conflict with the statement of faith or fundamental truths. In all conflicts regarding interpretation of the statement of faith and fundamental truths, the board, on behalf of the church, has the final authority.

### **ARTICLE VI. PREROGATIVES**

Section 1. Right to Govern. This ministry shall have the right to govern itself according to the standards of the New Testament Scriptures, “endeavoring to keep the unity of the Spirit in the bond of peace...til we all come in the unity of the faith and of the knowledge of the Son of God, unto a perfect man, unto the measure of the stature of the fullness of Christ (Ephesians 4:3, 13).

Section 2. Implementing New Testament Christianity. This ministry shall implement its New Testament Christianity commissioned by the further prerogatives:

- a. To teach the edifying Word of God, The Holy Scriptures, to others that they may be transformed by the renewing of their minds, equipped to do the work of God by utilizing, under the direction of the Holy Spirit, the spiritual gifts given them by God.
- b. To administer the regular ordinances and perform sacerdotal duties of the Church as defined in Article IV of the Bylaws.
- c. To encourage others to apply the principles of God’s Word to their daily lives and lifestyles.
- d. To implore those who serve society to affect the lives and future of others with the positive message of Christian values and ethics.

- e. To evangelize the peoples of the world and disciple the nations on behalf of Jesus Christ.
- f. To establish and maintain schools, institutions, organizational departments, divisions, mission outreaches, home churches, cell groups, etc. both here in the United States of America and abroad as may be necessary for the effective propagation of the Gospel of Jesus Christ.
- g. To schedule and conduct special meetings, evangelistic crusades, seminars, workshops, conferences, concerts, forums, etc. both at home and abroad, for the propagation of the Gospel of Jesus Christ and its work embraced by the purpose of this corporation.
- h. To organize and establish churches and to accept approved established churches into its fellowship.
- i. To examine, approve, credential, license and/or ordain candidates who feel a call to minister on behalf of the Lord Jesus Christ.
- j. To approve all scriptural teachings, methods, and conduct, and to disapprove all unscriptural teachings, methods, and conduct.
- k. To designate or appoint its own officers by the Board of Directors, to appoint committees, and to arrange for its own meetings, and to govern itself in accordance with the organization's bylaws.
- l. To establish and define policy by which it shall be governed.
- m. To have the right to own, hold in trust, use, sell, convey, mortgage, lease, or otherwise dispose of such property, real or chattel, as may be needed for the prosecution of its work.

## **ARTICLE VII. DIRECTORS AND OFFICERS OF THE CORPORATION**

Section 1. Number of Directors. The Directors of the corporation shall serve as members of the Board of Directors of Hope Youth Ranch, Inc. and the number of Directors shall consist of not less than five (5) in number nor more than nine (9) in number excluding ex officio members. Directors of the corporation shall serve in the following offices: President, \*Vice President, Treasurer, Secretary

\* The office of Vice President can be separated into two offices: Vice President and Treasurer at the direction of the Board of Directors.

Section 2. Officers. The Chairman of the Board of Directors shall be the President and Chairman of the corporation; other officers shall include the Vice President, Treasurer and the Secretary of the Corporation.

Section 3: Trustees and Executive Committee. The officers of the Board of Directors shall serve as an Executive Committee and as Trustees of the Corporation.

Section 4: Elders. The members of the Board of Directors shall be recognized as elders of the church. Others individuals, as appointed by the Board of Directors, also may be elders.

Section 5. Quorum. Unless otherwise stated in these Bylaws, only a quorum (a simple majority, but no less than three (3) members of the Board of Directors (neither can be the spouse of the other or the parent or child of the other) is required to transact business without any requirement of notice to, consultation with or attendance of the membership of the local body.

Section 6. Additional Directors. The Board of Directors may appoint additional Directors with a unanimous vote, but the number of Directors, excluding ex officio members, is not to exceed nine (9) in number in accordance with Section 1, Number of Directors, above.

Section 7. Length of Office. A Director, once appointed, shall hold office for a term that expires at the time three calendar years (January 1 through December 31) have commenced after their appointment, or until he or she elects to resign, or is removed. Directors may serve consecutive terms without limit subject to the approval of the Board of Directors. The removal of a Director shall be for cause and without prejudice to contract rights, if any. Only in the event the Director becomes involved in a proven immoral behavior or proven misuse of corporate finances for personal financial gain (such matters must be established by the personal testimony of two or three witnesses according to I Timothy 5:19; 2 Corinthians 13:1; Matthew 18:16; and John 8:17), or medically certified as mentally incompetent may the Director be asked to resign as Director by the Board of Directors. However, the request for resignation must require a two-thirds vote of the Board of Directors. In the event the Director in question is the President of the corporation, then the Vice President shall act as temporary chairman of the Board of Directors.

Section 9. Vacancy of Office of President. In the event that the office of the President should be vacated for any reason whatsoever, the Vice President shall be appointed interim President of the Corporation to serve until such time as a new President is selected and appointed by the Board of Directors.

Section 10. Vacancy of Office of Vice President, Vice President/Treasurer or Secretary. In the event that the office of the Vice President, Treasurer, or Secretary should be vacated for any reason whatsoever, the President of the Corporation shall present the Board of Directors with a slate of nominees (not less than two nor more than five). From that slate of nominees, the Board of Directors shall appoint an individual to fill the vacant position of Vice President, Treasurer or Secretary. If no nominees, presented by the President, are acceptable to the Board of Directors, the President of the Corporation will present additional nominees until the Board of Directors appoints a nominee to fill the vacant position.

## **ARTICLE VIII. DUTIES OF OFFICERS AND LEADERS**

Section 1. The Board of Directors. The Board of Directors is chosen to fulfill the responsibility of directing the business affairs of the corporation in accordance with the teachings of the Word of God and, whenever possible, the laws of the land when not in conflict with the Word of God; to employ executive personnel and assign duties and responsibilities; to evaluate executive personnel; to release executive personnel at will; to advise leaders of the church in any and all matters; to carry out its responsibilities in a prudent, solemn, and Christ-like manner.

Section 2. Trustees. The trustees shall be the officers of the corporation.

Section 3. Trustees and Executive Committee. The trustees and executive committee members to whom property and funds have been legally entrusted are to administer said property and funds for the benefit of the corporation and its entities subject to the approval of the Board of Directors.

Section 4. The President. The Chairman of the Board of Directors shall be the President of the corporation and the Chairman of the Board of Directors.

Section 5. The Vice President. The Vice President of the Board of Directors is next in rank to the president and assumes his duties in the event of the president's absence (a minimum of thirty (30) consecutive, calendar days without the approval of the Board of Directors), resignation, removal, death, permanent disability (that precludes his ability to carry out presidential duties and responsibilities) or legal incapacity (medically certified by two licensed medical doctors as mentally incompetent). In such event, the Vice President shall be appointed interim President of the Corporation to serve until such time as a new President is selected and appointed by the Board of Directors. The Vice President, by virtue of his office, shall be a member of the Executive Committee of the Board of Directors, a Trustee, and shall be made aware of the business activities of the corporation and its entities.

Section 6. The Secretary. The Secretary of the Board of Directors, as the minister of records, shall keep the official minutes of the regular and special meetings of the Board of Directors and the annual and special business meetings of the assembly. The Secretary is to keep the minutes of the meetings of other corporate entities or departments and exhibit at all reasonable times, to proper persons, on terms provided by law, the corporate bylaws and minutes of proceedings of the board of directors and the minutes of the annual and special meetings. He shall be the custodian of all legal documents and shall keep and maintain current records of membership, baptisms, personnel files, credentialing of Christian workers and ministers, reports and all other documents and records required by the corporation and by law. He shall provide for the safe archival and preservation of past records. He shall possess the corporate seal. Whenever possible, the original bylaws, constitution, articles of incorporation, minutes of all meetings, and all other records, or copies of said documents, including all amendments or alterations to the said documents shall be kept and maintained at the office of the Church or securely stored electronically. He is to keep an account of any special events in the life of the Church that may be of historical interest and give a report at the annual business meeting of the status of the church membership. He is to perform any and all other clerical or administrative tasks necessary to the proper discharge of his duties. He shall deliver all records of the corporation and the church to any successor upon leaving office. He shall be a member of the Executive Committee of the Board of Directors and shall serve as a Trustee.

Section 7. The Treasurer. The Treasurer of the Board of Directors, as the minister of finance, shall have the responsibility of overseeing the treasury.

Note: With the approval of the Board of Directors, the Treasurer, while maintaining oversight, may assign the following responsibilities to an executive officer (*i.e. Chief Executive Officer, Chief Financial Officer, or an in-house accountant*):

The Treasurer is charged with the prudent and secure receipt and care of all funds received by the corporation, church, or its entities, departments, etc. He shall keep and maintain current and itemized records of all receipts, income, sources of income, donor records, bank and investment accounts, etc. He shall create, as needed, and maintain current and itemized records pertaining to the disbursement of any and all funds. He shall be responsible to deposit, in a timely manner, any and all funds in the proper bank(s) and/or investment account(s) as directed by the Board of Directors. He shall not use or intermingle such corporate funds with his own funds or for his own personal use, gain, or benefit. He shall disburse funds (excepting miscellaneous petty cash disbursements) only by check as authorized by the Board of Directors. In addition to the president of the corporation being a signatory on all bank and investment accounts, he is to ensure that all bank and investment accounts shall have a minimum of two (2) other signatories (none of the three (3) shall be related). He is to keep and maintain adequate and correct accounts of corporate and church business transactions, corporate and church property and

equipment, including its assets, liabilities, receipts, disbursements, and capital. The Treasurer shall be responsible for having a prepared itemized report at each regular meeting of the Board of Directors and a summarized report (prepared in accordance with general accounting principles) at its business meetings. The treasury account(s) shall be audited, in a manner acceptable to the Board of Directors on an annual basis. Whenever feasible, all financial records, computer programs and files, or copies of said documents or computer programs and files, shall be kept and maintained at the office of the Church or securely stored electronically. The Treasurer shall deliver all corporate and church financial records of the corporation to any successor upon leaving office. The Treasurer shall be a member of the Executive Committee of the Board of Directors and shall serve as a Trustee.

Section 8. Elders. The ministry and function of an elder is to exhort by sound doctrine and provide spiritual counsel to the board of directors; to give direction to the spiritual affairs of the church; and, to provide guidance, promote order, and exhort the management of the church of God to ever be in accordance with the directives of the Word of God.

Section 9. Duties of All Officers and Leaders. Upon request by the Board of Directors, officers and leaders shall surrender any and all records in their possession to the secretary at the close of their term of office or their service as a leader, that said records shall be filed as a permanent record of the work of the Church. All such records are the property of the Church and, whenever feasible, must be kept (or copies kept) in the church office.

## **ARTICLE IX. MEMBERSHIP**

Section 1. Membership. Criteria for church membership shall be determined by the Board of Directors.

## **ARTICLE X. FINANCES**

Section 1. The Board of Directors shall use all funds, contributions, real estate, and all other assets for the general furtherance of any of the purposes states in ARTICLE III. PURPOSE AND MISSION.

Section 2. Designated Contributions. Contributors may suggest uses for their contributions, but all suggestions shall be deemed advisory rather than mandatory in nature. Although the Board of Directors shall make a reasonable effort, in good faith and, when feasible, to use contributions in accordance with the suggested purposes for which they were donated, all contributions made to specific funds, purposes, projects, or otherwise specified areas shall remain subject to the exclusive control and discretion of the Board of Directors. No fiduciary obligation shall be created by any designated contribution made to the church, or any of its divisions, departments, or entities, other than to use the contribution for the general furtherance of any of the purposes stated in ARTICLE III. PURPOSE AND MISSION

Section 3. Designated Funds and Gifts-In-Kind Received From Government, Non-Government Organizations (NGOs), Corporations, and Businesses. Such funds and gifts-in-kind shall be used for the purposes for which they were received by the church. If funds and gifts-in-kind cannot be used for designated purpose, or if it is not feasible to use them for their designated purpose, the Board of Directors shall request written authorization to utilize the designated funds and gifts-in-kind for the general furtherance of any of the purposes stated in ARTICLE III. PURPOSE AND MISSION. If the designated funds and gifts-in-kind cannot be used for designated purpose, and if the Board of Directors has not been authorized to use the funds and gifts-in-kind for the general furtherance of the church's purposes, then the Board of Directors will return the funds or gifts-in-kind to the donor.

Section 4. Audit of Finances. The finances of the church shall be reviewed and/or audited annually. Upon request by the Board of Directors, an outside accounting firm or professional shall provide this service.

Section 5. Finance Committee. The Board of Directors, more specifically those directors who have been appointed by the Board of Directors to serve as Trustees including the Treasurer of the Corporation, shall serve as the Finance Committee. The committee shall be comprised of three (3) or more members of the Board of Directors who have been appointed as Trustees. The appointed Finance Committee shall have the responsibility of researching, analyzing, and providing information to the Board of Directors regarding the obligation, use, investment, and disposition of church funds. They also shall assume responsibility to review and recommend to the Board of Directors the salary and benefit package of the senior staff, administration, and employees. However, the Board of Directors has the option of modifying, increasing, decreasing, setting aside, or otherwise changing any or all recommendations of the Finance Committee.

At any time, the Board of Directors may employ or appoint an individual to function as a chief financial officer whose responsibilities may include overseeing the facilities, employees, finances, and assets. At such time, a study may be conducted to define the areas in which the Chief Financial Officer will function to assist in the ongoing ministry of the Corporation.

## **ARTICLE XI. POWERS AND AUTHORITY**

Section 1. Corporate Power. In addition to all of the powers and authority granted corporations not for profit under the laws of the State of Florida, the corporation shall have, without limitation, specifically, full power and authority:

- a. To purchase, lease, rent, acquire, own, construct, operate, make improvements, hold properties in trust, use, sell, convey, mortgage, or otherwise dispose of any real estate, or chattels as may be necessary for the above purposes.
- b. To solicit funds, secure finances, receive offerings, gifts, bequests, and other income to fulfill the above stated purposes.
- c. To borrow money, issue bonds, debentures, notes or other obligations, or secure monies to be used in payment for property or for any of the above stated purposes.

Section 2. Activities. Notwithstanding any other provision of these Bylaws or the Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by (1) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law; (2) a corporation, contributions to which are deductible under 170(c)(2) of the Internal Code of 1954 or any other corresponding provisions of any future United States Internal Code.

## **ARTICLE XII. MEETINGS**

The frequency, time, and place of meetings, unless otherwise directed by the Board of Directors, shall be called by the President of the Corporation.

- a. Meetings. All meetings of the staff, faculty, and employees may be scheduled, and/or approved, as determined by the Chief Executive Officer in accordance with the policies set forth by the Board of Directors.
- b. Board of Directors Meetings. It is recommended that Board of Directors meet on a scheduled basis, but no less than two (2) times a year. All meetings of the Board of Directors shall be called by the Chairman of the Board of Directors. In such event that the Chairman, who serves as President, is not available due to medical conditions, travel abroad, family emergencies, for more than two (2) weeks, the Vice President may call for meetings.
- c. Special Meetings. The Chairman of the Board of Directors may call a special meeting of the Board by giving notice of such a meeting and the purpose for which it is called to the board members at least 24 hours prior to said meeting.
- d. Electronic Meetings (*i.e. Skype, Duo, Tango, Internet, Etc.*). Can be scheduled by the president of the board for emergency reasons or medical, domestic, or natural disasters.
- e. Fiscal Year. The fiscal year of the Church shall begin July 1 and end June 30.

### **ARTICLE XIII. COMMITTEES**

Section 1. Standing Committees. The Chairman of the Board of Directors shall appoint standing committees and designate a chairperson for each standing committee, and, except when otherwise specifically provided in these bylaws, shall determine the membership of each standing committee, with the approval of the Board of Directors.

Section 2. Special Committees. The Chairman of the Board of Directors, in its discretion, may create special (*i.e. ad hoc, etc.*) committees. Such committees normally will be created to provide advice and information regarding matters considered to be of importance for the ongoing prudent operation of the ministry. Such committees shall have no authority to act on behalf of the Board of Directors or the corporation. All such committees may be dissolved, at will, at the discretion of the Board of Directors.

### **ARTICLE XIV. BINDING ARBITRATION**

Section 1. Submission to Arbitration. Believing that civil lawsuits between Christian believers and/or the Church to resolve personal disputes are prohibited by Scripture (1 Corinthians 6:1-8; Ephesians 4:31-32), all members, including employees or volunteers, of this church agree to submit to binding arbitration any matters that cannot otherwise be resolved, and expressly waive any and all rights in law and equity to bringing any civil disagreement before a court of law, except that judgment upon the award rendered by the arbitrator may be entered in any court having jurisdiction thereof. This Article does not preclude a Christian believer from seeking compensation for injuries from or the filing of lawsuits against another Christian believer's insurance company as long as the claim is pursued without malice or slander.

Section 2. Notice of Arbitration. In the event of any dispute, claim, question, difference, or disagreement arising out of or relating to these bylaws or any other church matter, the parties shall use their best efforts to settle such disputes, claims, questions, differences, or disagreements as befits Christian believers. To this effect, they shall consult and negotiate with each other in good faith and, recognizing their mutual interests not to disgrace the name of Jesus Christ, seek to reach a just and equitable solution. If they do not reach such solution with a reasonable period, such as sixty (60) to ninety (90) days, then upon notice of either party to the other, disputes, claims, questions, differences, or disagreements shall be settled

finally by arbitration as described in Section 1 above, and such Arbitration Procedures as are adopted pursuant to Section 3 of this Article.

Section 3. Arbitration Procedures. The procedures for arbitration shall be as adopted by the Board of Directors.

## **ARTICLE XV. INDEMNIFICATION**

Section 1. Actions Subject to Indemnification. The church may indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, including all appeals (other than an action by or in the right of the Church) by reason of the fact that the person is or was a director, officer, employee, elder, or agent of the church, against expenses, including attorneys' fees, judgments, fines, and amounts paid in settlement actually and reasonable incurred by him in connection with the action, suit, or proceeding; and, if that person acted in good faith and in a manner he reasonable believed to be in or not opposed to the best interests of the church, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere (no contest) or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner that he reasonable believed to be in or not opposed to the best interests of the church and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his or her conduct was unlawful.

Section 2. Expenses Subject to Indemnification. To the extent that a pastor, a director, officer, elder, employee, or agent of the church has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in this Article, or in defense of any claim, issue, or matter in that action, suit, or proceeding, he may be indemnified against expenses, including attorneys' fees, actually and reasonable incurred by him in connection with the action, suit, or proceeding.

Section 3. Limitations of Indemnification. Any indemnification made under this Article may be made by the church only as authorized in the specific case on a determination that indemnification of a director, officer, elder, employee, or agent of the church is proper in the circumstances because he has met the applicable standard of conduct set forth in Section 1 of this Article. The determination shall be made (a) by a majority vote of a quorum consisting of the Directors who were not and are not parties to or threatened with the action, suit, or proceeding; (b) if the described quorum is not obtainable by independent legal counsel in a written opinion; or (c) by a majority vote of the regular members of the Church.

Section 4. Timing of Indemnification. Expenses of each person seeking indemnification under this Article may be paid by the Church as they are incurred, in advance of the final disposition of the action, suit, or proceeding, as authorized by the Board of Directors in the specific case, on receipt of an undertaking by or on behalf of a director, officer, elder, employee, or agent of the church to repay the amount if it is ultimately determined that he is not qualified to be indemnified by the Church.

Section 5. Extent of Indemnification. The indemnification provided by this Article shall be deemed to be discretionary unless otherwise required as a matter of law or under any agreement or provided by insurance purchased by the Church, both as to action of each person seeking indemnification under this Article in his official capacity and as to action another capacity while holding that office, and may continue as to a person who has ceased to be a director, officer, elder, employee, or agent of the church and may inure to the benefits of the heirs, executors, and administrators of that person.

Section 6. Insurance. The Church may purchase and maintain insurance on behalf of any person who is or was a director, officer, elder, employee, or agent of the church against any liability asserted against him and incurred by him in that capacity, or arising out of his status in that capacity, whether or not the church would have the power to indemnify him against liability under the provisions of this Article.

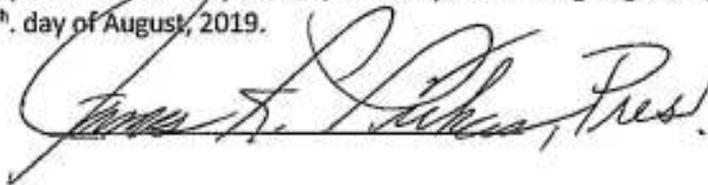
#### ARTICLE XVI. DEFINITIONS

As used herein, the words church, ministry, and corporation mean Hope Youth Ranch, Inc., a nonprofit Florida corporation. Words used herein, such as the words he, his, him, man, chairman, or any other term which denotes gender is not meant to discriminate in any manner against any person of either gender. Such terms are used only to condense and simplify this document.

#### ARTICLE XVII. AMENDMENTS

The Board of Directors has adopted these Bylaws as evidence by the signatures in the space hereinafter provided. These Bylaws, with the exception of ARTICLE II and ARTICLE VII, Section 2, may be modified, amended; revoked or restated at any time, by a vote of seventy-five (75) percent of the Board of Directors, at a meeting of the Board of Directors held after notice to all of the Directors advising them that the meeting is being held for the purpose of amending the Bylaws. Subject to the requirements of the Florida Statutes, the Articles of Incorporation of the Corporation may be amended at any time by the Board of Directors, by a vote of seventy-five (75) percent of the Board of Directors, at a meeting held after notice to all of the Directors advising them that the meeting is being held for the purpose of amending the Articles of Incorporation of the Corporation.

We, the undersigned, constituting a majority of the Board of Directors of Hope Youth Ranch, Inc., a nonprofit Florida corporation, do adopt the foregoing as Bylaws of the corporation as of the 24<sup>th</sup> day of August, 2019.

A handwritten signature in cursive script, appearing to read "Fernando Arroyo, Pres.", written over a horizontal line.

*s/s Fernando Arroyo*

*s/s Ken Boaz*

*s/s Beverly Plummer*

*s/s Jacque Orlando*