

BY LAWS OF SHILOH RESTORATION TABERNACLE, INC.

PREAMBLE

We the members of Shiloh Restoration Tabernacle, Inc. not-for-profit under the law of the state of Florida, assembled in Valrico, Florida, USA, affirm our belief that God's people should be scrupulously set in order, and that it is needful for them to be efficiently organized to successfully carry on the gospel work and properly conduct their business affairs as stated in Romans 12:11 "Not slothful in business' fervent in spirit; serving the Lord" The Lord taught in Matthew 12:25 "That every house divided against itself shall not stand" and the Psalmist reminds us in Psalms 127:1. "Except the Lord build the house, they labor in vain that build it".

The general purpose of this assembly shall be that of a religious organization and more specifically, that of a Christian congregation, established and maintained for the expressed purpose of disseminating the gospel according to the Word of God and to provide, erect, own, lease, furnish or manage any building, hall, parsonage, or other facility for said purposes.

It is more intense to establish the blessing of the Lord as we attempt to provide rules to govern the assembly, according to the scriptures, and laws of the land, so that we may advance in the will of God. (Titus 1:5; I Corinthians 12:28)

ARTICLE 1

THE ASSEMBLY

SECTION 1: The Name

The name of this assembly shall be known as Shiloh Restoration Tabernacle, Inc. (a.k.a. The City of Restoration) located at **2802 State Road 60 East, Valrico, Florida 33594**

SECTION 2: The Purpose

1. In accordance there with, the Corporation, is organized exclusively for religious purposes, including the making of distributions to organizations that will qualify as tax exempt organization under section 501 © 3 of the Internal Revenue Code, or the corresponding sections of any future federal tax code, and to provide organization, rules and procedures to govern the membership of the church and to:
 - a. To establish and maintain a place of worship.
 - b. To unite the people of like faith in the bonds of brotherly love and fellowship (Hebrews 13:1)
 - c. To meet together to truly worship God in spirit, and in truth, and to receive spiritual teaching (John 4:24; Ephesians 4:11-15)
 - d. To point the loss the way of life by publishing at home and abroad the true plan of salvation, exhorting believers to be filled with the Spirit of God. According to Acts chapter 2.
 - e. To provide rules of Christian conduct, based upon the Word of God (Titus 2)
 - f. To assist the body of believers in realizing their full potential, for the Lord through discovery and development of their gifts in a variety of defective and fulfilling ministries (Ephesians 4:11-12)
 - g. To do any other lawful acts as provided for by the laws of the state of "Florida known as the Florida Non-profit Corporation act".
2. Notwithstanding any other provisions of these articles, the Corporation shall not carry all on any other activities not permit did to be carried all on by (a) by a corporation exempt from Federal income tax under section 501 (c) 3 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law) or (b) by a corporation, contributions, to which are deductible under the Internal Revenue Code section. No part of the activities of this corporation shall be in violation with the provisions of the Internal Revenue Code for nonprofit corporations regarding legislative or political activities.
3. No part of the net earning of the Corporation shall at inure to the benefit of, or be distributable to, its members, officers, or other private persons, except that the Corporation shall be authorized and empowered to paying reasonable compensation for services are rendered. As stated further by these by-laws.

ARTICLE II

MEMBERSHIP

SECTION 1: Class of Membership

The church shall have two classes of membership that being a “qualified member” and a “non-qualified member” as noted in these by-laws.

SECTION 2: Eligibility

1. Anyone believing in and accepting the Biblical doctrine, as set forth by this local assembly is eligible to become a member by following the obligations as listed.

SECTION 3: Obligations

As a member of the assembly, each one must accept the following obligations.

1. To cleanse one’s self from all filthiness of the flesh and spirit, perfecting Holiness in the fear of God (II Corin. 7:1)
2. To conduct one’s self everywhere as becometh a Christian.
3. To endeavor to manifest a spirit of brotherly love and fellowship toward all people.
4. Not forsaking the attendance of church services, but to be faithful to all regular and / or special called service of the assembly. (Heb. 10:25)
5. To support the work of the assembly with one’s prayers and financial aid, as God prospers, (Mal. 3:7-10; 1 Corinthians 16:2) which includes tithing of personal income (10% of an individuals increase as recorded in the Bible) and offerings.
6. To maintain family and secret devotions so as to strengthen the family and promote commitment toward God.
7. To avoid ungodly and sinful places that one may be blameless and harmless in an evil generation and thus bring no reproach upon the name of Christ the Church.
8. To make one’s-self available for the work of the ministry within the local Church in order to use one’s God-given gifts for the glory of God.
9. To abide by the By-laws of the assembly as prescribed in this form of local government. (Titus 2:1-8; Heb. 13:17)
10. To secure in case of moving, a letter of membership from the former church of like faith as soon as possible.

SECTION 4: Admission

1. Anyone who is eligible and meets the qualifications of membership and abides by the foregoing obligations shall become a member of the assembly by registering his/her name and address with the church pastor and secretary, with this being acknowledged publicly before the assembly after the approval by the pastor.
2. No person being a member of another church of like faith shall be received as a member of this assembly without a letter of transfer unless the pastor deems it appropriate because of circumstances involved.
3. No person desiring to withdraw their membership shall be refused a letter of transfer unless proven guilty of misconduct by confession or conviction, or failure to adhere to the obligations of the membership as previously set forth.

SECTION 5: Membership Participation/Voting Privileges

1. All Members fulfilling the obligations as set forth, shall be able to participate in offices and positions of the church and have the right to inspect and view all church financial records (with the exception of individual membership contributions), and be qualified to vote at business meetings **as deemed necessary/as requested by the Board**, and shall have a voice in church business matters. Members meeting these requirements shall be known as “qualified members”.
2. Anyone not following the obligations of membership (with the exception of moral conduct or rebellious acts) shall remain a member, however, they will not be able to hold any office or position, have church financial books made available to them, nor have any voice in church business matters, until restitution has been made. Members not meeting all the obligations of membership as noted shall be known as “non-qualified members”.
3. In the event of moral conduct or rebellious acts, it shall be handled according to scripture and according to the church discipline as noted in Section 6 below.

SECTION 6: Church Discipline

1. Any member failing or refusing to keep the obligations and abide by the rules of the assembly may be automatically suspended, or dealt with by the pastor according to the following methods:
 - a. If any member of this church shall be overtaken in fault he or she shall be dealt with according to the scriptures. (Gal. 6:1; James 5:19-20)
 - b. Any grievance arising between individual members of this assembly shall be dealt with according to Matthew 18:15-18. Should the accused be found guilty by the church, he or she may be dis-fellowshipped from the membership roll unless they truly repent and restitution is made.
 - c. In the event that a moral act has been proven against a member, it may be taken to the church body, and dealt with according to the scriptures. The member shall be given time to repent, at which time their membership shall be suspended. If the member fails to make restitution, or if

the acts are such that the church body feels necessary, the member shall be dropped from fellowship.

- d. The pastor, with the assistance of the Board of Directors as needed, shall be responsible for handling the discipline of any member according to the church discipline guidelines as set forth.

ARTICLE III

OFFICERS

SECTION 1: Name of Officers

The offices of the church shall be as follows: (1) A pastor; (2) an associate pastor or co-pastor (if deemed necessary by the pastor); (3) a Board of Directors consisting of not less than three members or more than seven members; (4) a Secretary and/or Treasurer. Other positions may be used for the benefit of the church work; however, these will not be considered as officers of the church. Up to twelve members will be allowed on the Church Board, with seven having the right to vote.

SECTION 2: Officer Requirements

1. Officers must have been a member of this local assembly for at least one year, and must meet the requirements of a qualified member. The time of being a member may be waived for an associate pastor or an officer at the discretion of the Pastor.

SECTION 3: Pastor

1. To select a pastor, the Board of Directors shall make recommendation to the church, of one or more qualified names, with the final decision be voted upon by 2/3 vote of the qualified members in a duly called business meeting. The Board of Directors shall conduct the voting of a Pastor.
 - a. If there are less than three members on the Board of Directors at the time of the selection of a new pastor, then the Board shall call for the election of the Pastor.
2. In case of alleged misconduct of the pastor, the same shall be reported in writing, by any member of the Board of Directors and also to the pastor and arranging a meeting of the pastor and Board for the purpose of discussing the allegation. If the allegation is found to be true, the Board of Directors shall handle it according to just Judicial Procedures. If it is found that there is no basis for the alleged misconduct, the Board or Directors shall attempt to restore the pastor and board to a working relationship. If this cannot be done, the board shall be required to resign their position and the pastor is to follow the selection of a new board according to these by-laws.
3. Resignation or dismissal:
 - (a) A pastor desiring to leave the church must give the Board of Directors thirty days notice. Only by mutual agreement can this time be changed or altered. In any event, it shall be considered the church's responsibility to pay his stipulated income, present housing allowance and customary allowances for 30 days following the notice of the resignation unless the Pastor desires to make the resignation effective immediately. In the event of a resignation, the Board is immediately at liberty to start negotiations for a new pastor.

- (b) If the Board of Directors desire a change in the Pastor (by virtue of the fact it becomes evident that the majority of the church want this change), the board shall express this desire according to the following procedure:
- I. Any member of the board shall request in writing to the Pastor that a board meeting be called for the purpose of discussing the office of the Pastor. The reason for the requested meeting must be set forth in a letter, sent by certified mail with return receipt requested to the pastor and a copy to the their spiritual covering/apostle/bishop. Either the pastor or board can request that the official be present at this meeting.
 - II. The Pastor shall call a board meeting within 15 days of receipt of the letter to discuss the situation and if possible to resolve the matter. In the event the pastor refuses to meet with the board, the board shall arbitrate an outside mediator to assist them in resolving the matter in question.
 - III. In the event that the meeting between the pastor and board cannot resolve the existing problems or differences, then the pastor and/or board shall be required to contact an outside mediator to intervene on behalf of the church.
 - IV. The official contacted shall arrange for a meeting with the Pastor and board to assist in mediation.
 - V. Should the matter not be resolved in a meeting arranged by the official, then the matter shall be brought to the church membership in a daily called meeting, presided over by the official, in which meeting a vote of confidence on the Pastor may be taken.
 - VI. In the event that the pastor does not receive a majority vote of the total qualified members present, he is dismissed as pastor immediately, and shall receive pay, present housing allowance and customary allowances for 30 days from the date of the vote.
 - VII. In the event that a Pastor receives the majority vote of the people receives the majority vote of the people, and is retained as pastor, the pastor shall have the right to appoint a new board at this time according to the selection procedures of the board as recorded in these by-laws. The pastor and board shall attempt to resolve their differences as Christians for the sake of the church assembly regardless of the outcome of vote.
 - VIII. After the Pastor is duly notified that the church desires to change pastors, or the pastor notifies the church that he desires to change pastorates, there shall be no changes made in the by-laws, membership roll, or officers until a new pastor has been selected.

4. The income of the Pastor shall be such as he and the board shall agree upon. (Luke 10:7; 1 Corinthians 9:7-14). There shall be an annual review of the total compensation package of the pastor. Should the board and pastor not be able to agree upon the compensation of the pastor, it shall be taken before the church business meeting to discuss and decide upon the compensation.

5. Pastoral Duties:

- (a) To preach and teach the word of God as God gives him the ability
- (b) To visit and pray for the sick.
- (c) To encourage the weak
- (d) To reprove and warn the unruly
- (e) To give guidance as needed, and be ready to every good work.
- (f) To perform the duties as ministers should.
- (g) To administer in the fiscal areas of the church as an overseer of the church's business.

6. The Pastor's authority:

- (a) He shall have the oversight and superintendence of all church interest and departments both spiritual and temporal, (1 Peter 5:2,3), insomuch, as he is responsible for the guardianship and watch-care of all who are committed to his trust.
- (b) He should be regularly consulted in regard to all business of any importance pertaining to the spiritual, moral, material, and financial matters of the church.
- (c) He shall be the chairman of all boards and business meetings regarding the business of the church. He shall call for and preside over all business and board meetings, and shall, with the approval of the board, appoint committees and other positions required for the growth and continuance of the church.
- (d) He shall be required (with the assistance of the secretary) to maintain a current listing of the qualified and non-qualified members of this assembly.
- (e) He shall handle disciplinary actions of the membership when necessary according to the discipline procedures of these by-laws with the assistance of the Board of Directors.
- (f) The Pastor shall be the President of the Corporation in accordance to the laws of the State of Florida. If the pastor is unwilling to serve in this position, then he shall nominate an individual as President of the corporation with this being approved by the church membership at a duly called meeting.

SECTION 4: Associate Pastor

- 1. The associate pastor shall be selected by the pastor and endorsed by the church board.
- 2. The duties of the associate shall be to assist the pastor in all areas of church work as directed by the pastor.

3. The decision as to the job description of the associate pastor and financial arrangements of the associate pastor shall be the pastors.

SECTION 5: Board of Directors

1. The Board of Directors shall be nominated by the pastor voted upon by the church for alternate terms of up to one year.
2. These individuals shall be of good standing in the local church, and must meet the obligations of the qualified member in order to serve as a member of the Board of directors.
3. They, together with the pastor, shall care for the business affairs of the assembly as prescribed in these by-laws. The pastor can make financial decisions as to purchases and borrowing money in amounts of up to \$10,000 without approval of the Board. If the amount exceeds \$10,000 or if the transaction involves the purchase or sale of church property, the matter must be taken to the Board for a majority vote on the decision of the Pastor.
4. In the case of a vacancy in the pastorate, the board shall immediately notify the appointed spiritual covering/bishop/apostle of such vacancy and begin the selection process of a new pastor in accordance to these by-laws.
5. The board shall work closely with the pastor to keep current with all governmental regulations and shall have the authority to pass resolution concerning such, especially those pertaining to the pastor.
6. The board shall be responsible for any duty as noted in these by-laws, and can be called upon by the pastor for assistance in all areas of church work as needed.
7. This board (along with the president of the corporation) shall handle all church matters according to the rules and regulations of the State of Florida regarding corporate matters.
8. The board shall hold all property belonging to the church in trust as required by state law.
9. The board shall be responsible for looking after the physical property of the church regarding improvements and repairs.
10. The Board of Directors shall serve without compensation except where they also serve in other capacities for which compensation shall be determined by the board.
11. Board of Directors shall act primarily as advisors to the Senior Pastor & Founder.

SECTION 6: Secretary and /or Treasurer

1. The secretary-treasurer may be one or more persons, and shall be nominated by the pastor and approved by the church membership for a period of one year.

2. The duties of the secretary shall be to take minutes, preserve records of business meetings, record the financial date of the church, and transact business concerning the corporate matters of this church.
3. The duties of the treasurer shall be to receive and care for all funds of the assembly, make all disbursements as approved by the Board, and to keep an accurate accounting of all transactions.
4. These records shall be made available to the board and /or pastor at any time upon request.
5. Compensation of the secretary or treasurer, if any, shall be determined by the church board, and must be reasonable and in conformity with the purpose of the position.
6. The treasurer shall make reimbursements to any member, employee, or officer of the church in accordance to the Qualified Accountable Reimbursement Plan of the church.
7. The board and/or pastor may call for financial reports as often as necessary, and may call for an audit of the books once each year. The board shall review the books, not less than twice per year to determine the financial conditions of the church and with the pastor make available an annual report of any qualified member to review or discuss. The books of the church shall remain open for review by any qualified member for 10 days after the annual business meeting of the church, at which time the books will be closed and maintained according to government regulations. Should any qualified member desire to review the books, they shall make an appointment with the pastor within the 10 day period for such.
8. One member of the board or pastor shall endorse all bills before the treasurer shall pay them with the exception of regular payments. All bills shall be paid by check.

SECTION 7: Other Positions

1. Other positions needed for the operations of the church shall be filled by appointment of the pastor.
2. These positions may include, but are not limited to: Sunday School Superintendent and Secretary; Youth Leader; Ladies Auxiliary President and Secretary; Outreach Director.

SECTION 8: Dismissal of Officers or Positions

1. Any officer or other individual, who holds an office in the church, manifesting a lack of interest and/or failure to meet the obligations of a qualified member as stated in these by-laws, shall be removed from office by the pastor. At the time of removal, the pastor shall notify the existing

Board of such dismissal, and determine (under advisement) with the Board as to filling of the un-expired term until next called business meeting.

ARTICLE IV

SECTION 1:

Property

1. If at any time the church/**board** decides to purchase or sell property, the pastor and board shall look after the business matters and present their views to the church. Then, when a majority of the qualified **Board** members decide upon the purchase or sale of the property in a duly called business meeting, the board shall be responsible for transacting the necessary business as required by the church.

2. The title of the property shall be in the name of the church According to the laws of the State of Florida.

ARTICLE V

SECTION 2: Corporate Dissolution

1. In the event this assembly ceases to function as a non-profit church, the Board shall, after paying or making provisions for the payment of all the current bills of the church, dispose all the assets of the corporation exclusively for the purpose of the corporation in such manner as necessary.
2. The church shall be dissolved according to the non-profit requirements of the Internal Revenue Service, and all assets shall be assigned to another religious, non-profit organization. The disposition of these assets shall be to another non-profit organization of like faith and belief as Shiloh Restoration Tabernacle, Inc, [2802 State Road 60 East, Valrico, Florida 33594](#). This non-profit organization must be organized under section 501 (C) 3 of the Internal Revenue Code.
3. Any Disposition of assets to another non-profit organization shall be done with the assumption of any liability by that organization of any board member of this assembly shall be dissolved of any further liability of the property.

ARTICLE VI

POWERS

The Church Board shall have the following powers:

1. To have perpetual succession by its corporate name as set forth in the articles of incorporation.
2. To sue and be sued, complain and defend in its corporate name, except that a non-profit, religious, charitable organization, it may not be sued in tort and therefore enjoys immunity from tort liability.
3. To purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real and personal property or any interest therein, wherever situated.
4. To sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of its property or income as approved by the Board.
5. To make contracts and incur liabilities; borrow money, issue its notes, bonds, and other obligations; and secure any of its obligations by mortgage or pledge all or any of its property or income.
6. To manage its internal affairs in any desired manner so long as the provisions of the Florida Non-Profit Corporation Act or other laws are not violated, except in the event that such laws are adverse and in opposition to the Scriptures.
7. To do any and all things necessary, convenient, useful, or incidental to the attainment of its purposes as fully and to the same extent as natural persons lawfully might or could do so long as consistent with the provisions of the Florida Non-Profit Corporation Act.
8. Notwithstanding any provisions to the contrary, all proposed actions pertaining to real property or to the borrowing of money must be presented to the Board by the Pastor and approved by a majority vote of the qualified Board present.

ARTICLES VII

BUSINESS MEETING

1. The church is required to have an annual business meeting within 60 days of the church's year-end to conduct church business. This meeting shall be announced publicly in at least three regular services, the first announcement being ten (10) days previous to the meeting date.
2. Those participating in the church business must meet the obligations and requirement of membership as previously noted.
3. Any changes in the by-laws shall require a 2/3 vote of the qualified membership of the Board.
4. The church's year-end shall be December 31 of each year.

ARTICLE VIII

See attached exhibits (A, B, C, etc.) which reflect Amendments to the Bylaws.

ARTICLE IX

RECORD OF ADOPTION

These by-laws are approved by the **Board** of Shiloh Restoration Tabernacle, Inc. on the _____ day of _____.

Adopted by the Board of Directors, this _____ day of _____.

President

Director

Director

Director

Director