

ARTICLES OF INCORPORATION OF
COMMUNITY CHRISTIAN CHURCH IN CHELSEA
AN ALABAMA NON-PROFIT CORPORATION

ARTICLE I
NAME

The name of the corporation is **Community Christian Church in Chelsea**.

ARTICLE II
DURATION

The term of existence of the corporation is perpetual.

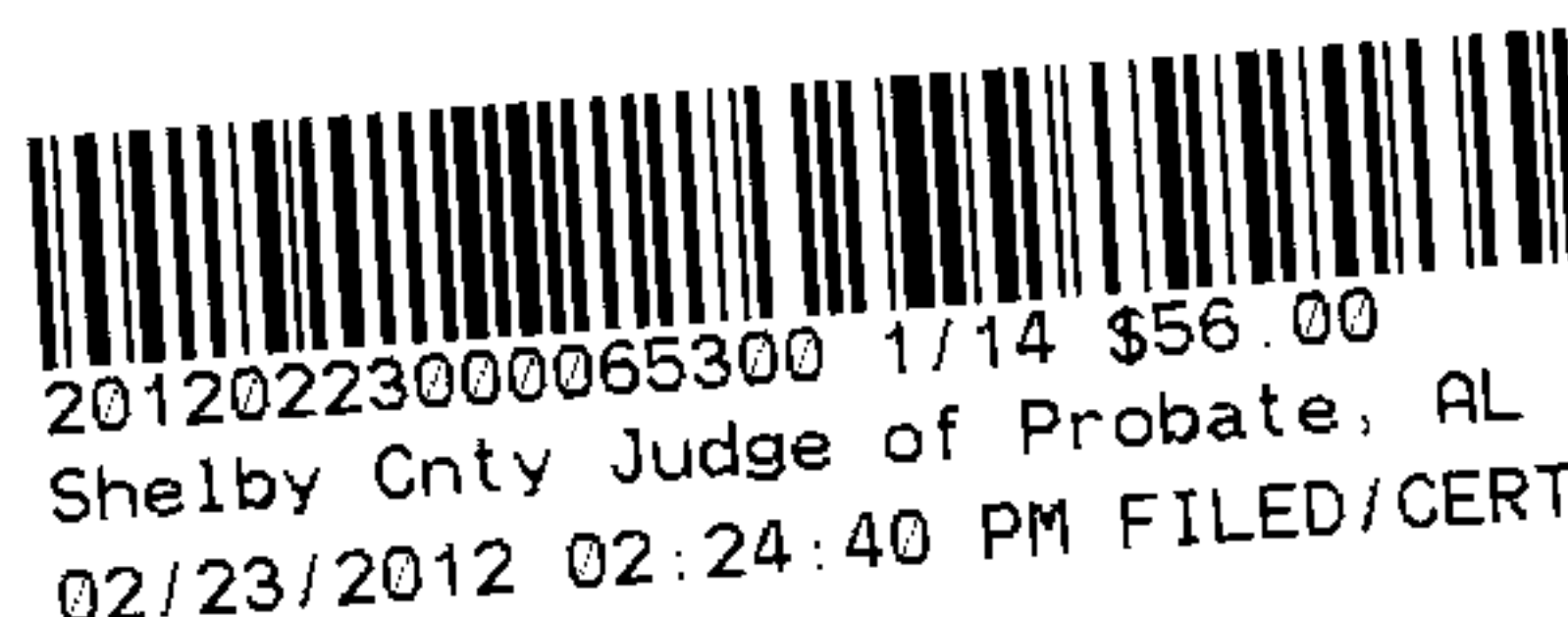
ARTICLE III
TENETS OF FAITH AND DOCTRINE

The Church accepts the Bible Scripture as the revealed Word of God, which is all sufficient for faith in Jesus Christ, for faith in the promises of Jesus Christ, and for faith in the Holy Trinity, i.e. God the Father, Christ the Son, and the Holy Spirit.

The Board of Directors as on February 8, 2012 adopted these Statements of Fundamental Truths and Doctrine.

1. **The Bible is the Inspired Word of God.** The Bible is God's method of revealing Himself to mankind. The Bible creates the infallible rules of faith and conduct, and is superior to tradition, experience, and reason.

2. **The One True Godhead.** God is the Spirit of Love that created all that is known and unknown. God the Father is outside of creation but takes an active interest in His creation seeking to give the twin gifts of eternal life and the Holy Spirit to all those who allow Jesus Christ to be their Lord and Savior. The triune Godhead is comprised of three (3) separate and distinct characteristics, The Father, The Son, and The Holy Spirit, who are eternal and function as one entity, God. Jesus Christ, who is God manifested in the flesh and in time, is the second member of the Godhead, co-equal and co-eternal with The Father and The Holy Spirit.



3. Mankind, His Fall and Redemption. Mankind was originally created in a right relationship with God. But, mankind, by voluntary transgression, fell from this Grace by rebelling against God. God has given mankind hope for redemption by the voluntarily accepting the life, words, death, and resurrection of Jesus Christ as described in the Bible.

4. The Salvation of Mankind. Mankind's only hope of salvation is through faith in Jesus Christ. A Faith that believes Christ voluntarily allowed Himself to experience death on the cross. Jesus Christ, the perfect good, became the sacrifice that atoned for all of mankind's rebellion against God. When God raised Jesus Christ from the dead, He created the first to reside in the living hope of eternal life in Heaven. Jesus Christ became the role model for all of Mankind to follow, including the voluntary acceptance by faith in the love, life, word, death, and resurrection of Jesus Christ. "For by grace we are saved through faith." "The word is near you, in your mouth and in your heart--that is, the word of faith which we preach, "That if you confess with your mouth, "Jesus is Lord," and believe in your heart that God raised him from the dead, you will be saved. For it is with your heart that you believe and are justified, and it is with your mouth that you confess and are saved." Romans 10:9-10 NIV.

5. The Promises of God. All believers should earnestly seek and expect to receive the promises of God. If we allow Christ to love us and we in-turn seek to love others as Christ also loves them, we should by faith expect to receive first the gift of the Holy Spirit to live within us to guide, cancel, teach, and advocate for us in this life and second to receive the gift of eternal life following Jesus Christ into Heaven.

6. Baptism. Baptism is the outward sign of an inward and Spiritual Grace given by God. Being Baptized is the right of all believers to allow others to know they have accepted Jesus Christ as their Lord and Savior. They have released their rebellious will and accepted the will of the Holy Spirit to be their guide in life, and accepted the living hope of eternal life in Heaven with Jesus Christ and other believers.

7. The Church. The Church seeks to be the living body of Christ in this world. The Church is composed of believers world-wide that seek to love others as Christ loves them, with its whole heart. The Church waits as a bride for redemption by its husband, Jesus Christ. The Church is composed of many denominations, races, nationalities, who seek to serve Christ with the abilities to love those they have received from Christ. Community Christian Church is one of the many churches comprising the Church of Jesus Christ.

ARTICLE IV

GOVERNANCE OF THE CHURCH

Community Christian Church is governed by a Board of Directors. There can be as

few directors as three or as many as the board chooses. There are currently eight director positions which previously comprised the Church Planning Committee. The Church Planning Committee is non-existent as of the February 8, 2012 with the establishment of the Board of Directors. The Board of Directors is charged with the overall management of the church. The Pastor of the church is the Chairperson of the Board and is a perpetual member. Any director can raise any issue at any monthly meeting. For a motion to pass it must first be presented by a voting director and seconded by another voting director. After which the motion can be voted upon. For the motion to pass, a quorum majority of the voting directors present must vote in the affirmative.

ARTICLE V

CHARITABLE STATUS

1. The corporation's activities shall qualify as exempt organizations under Section 501(c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any director or officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

3. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

4. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

5. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

6. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

7. Notwithstanding any other provision of these Articles of Incorporation, the

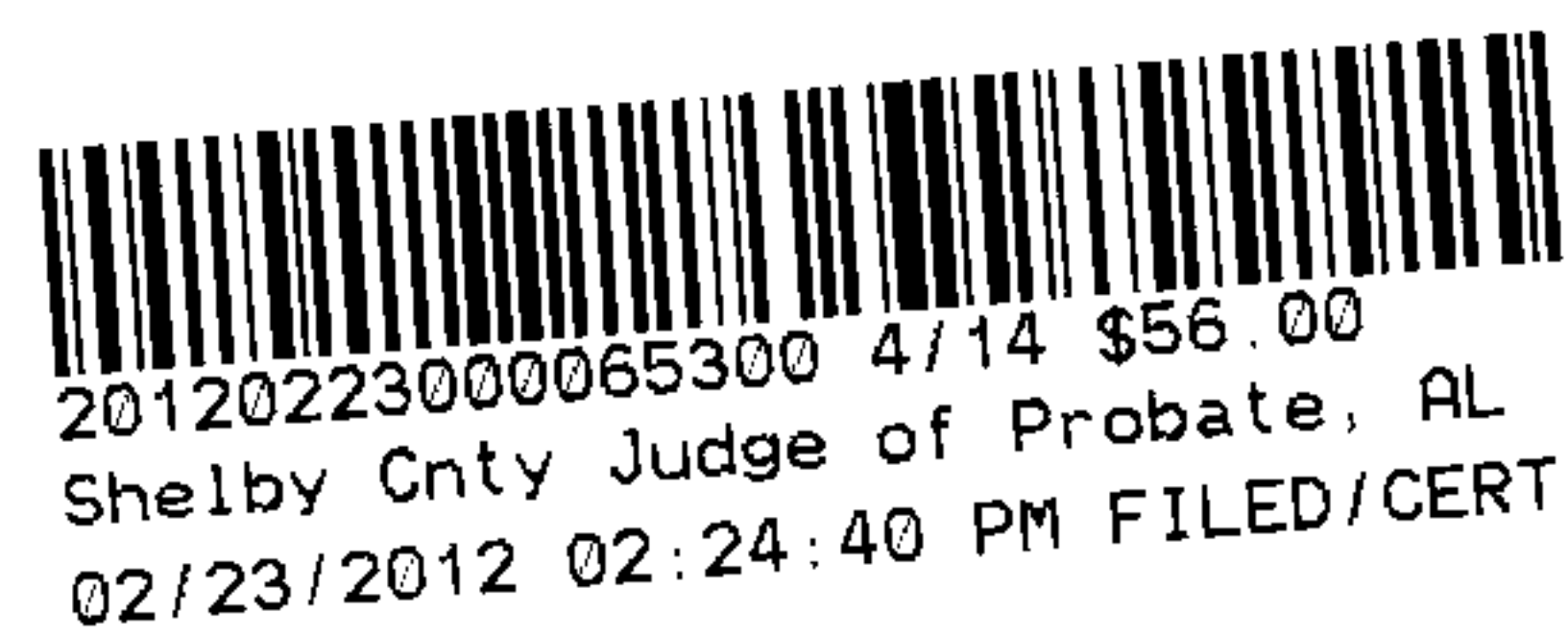
corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said regulations as they now exist or as they may hereafter be amended.

ARTICLE VI **DIRECTORS**

1. There shall be **six (6) members** of the initial Board of Directors/Trustees of such corporation and shall serve as provided herein. The names and addresses of the persons who are to serve as the initial Directors/Trustees of the corporation and the initial terms of office are as follows:

<u>Name</u>	<u>Address</u>	<u>Term of Office</u>
Rev. George Hollis, Chairperson	1037 Forest Meadows Drive Birmingham, Alabama 35242	Perpetual
David Peine	5624 Double Tree Cir Birmingham, AL 35242	3 min
Jan Peine	5624 Double Tree Cir Birmingham, AL 35242	3 min
Judy Sells	5618 Crossings View Birmingham, AL 35242	3 min
Sheri Stovall	1130 Kingswood Rd Birmingham, AL 35242	3 min
Bryant Terry	5145 Kirkwall Ln Birmingham, AL 35242	3 min

1. **Definition of the Board.** The Committee that here-to-for was called the Planning Committee has now become the Board of Directors. Those that attend the church are encouraged to attend the monthly Board meetings. Only the current Director positions that now make-up the Board can vote on motions or activities that are brought before the Board.



2. Electing Directors. The existing Planning Committee members as of February 3, 2012 in attendance at the February 8, 2012, Planning Committee meeting nominated and elected 6 initial Directors of the Board. The Pastor of the church will be a perpetual voting director on the Board. For a person to become a voting Director on the Board the person must receive an affirmative motion by a Board member, a second of that motion, and a simple majority vote of the Board Members in attendance. The February 8, 2012 Planning Committee meeting will be designated as the 1st Board meeting that decided who sits as Directors on the Board. Two Board positions are currently vacant.

3. Term of a Director. The Pastor will have a perpetual term while all other directors will have a three year term. Each year, during the February Board Meeting any Director that has served three consecutive years must roll off the Board. Directors cannot follow themselves after serving three consecutive years. Any director, after serving three consecutive years, must wait at least two years before serving again. In order to create staggering terms, the initial Board members will be given terms of 3, 4, and 5 years. The allocation of which Board member receives what particular term will be chosen by lot at the next Board meeting.

4. Absence of Director Service.

(a) A Director on the board can resign at any time. The board will wait until the next February Director's Meeting, unless it chooses otherwise, to fill any vacancies. A Director will no longer be able to serve if two consecutive monthly meetings are missed, unless an affirmative vote is taken by the Board allowing extenuating circumstances. Provided the motion receives a second and quorum majority of the Directors present vote affirmatively, the exception is made.

(b) If a Director misses five Board meetings of each month's trailing twelve meetings, including the current meeting, the director will no longer be able to serve on the Board. An exception can be made to this rule if 100% of the directors present at the current meeting that caused the infraction vote to rescind the rule for the one director.

(c) For a Director to fully represent the church, it is expected that the Director will be an active attendee of weekly worship services. If a director misses 50% or more of a rolling three months of weekly worship services, that director will no longer be able to serve on the Board unless the Board makes an exception at the meeting that caused the infraction.

(d) A voting quorum for the Board to vote on any issue is five (5) present Directors. A quorum majority is needed for a motion to pass.

The Board of Directors shall provide a corporate seal, which shall be as set forth below.

ARTICLE VII

OFFICERS

1. **Officers.** The minimum officers of the corporation shall be the pastor who is chairperson of the Board, a secretary, and a treasurer. These officers should also be Board members. The Board of Directors may elect or appoint other officers, board members and non-board members, as it shall deem appropriate. Any two or more offices may be held by the same person.

2. **Election and Term of Office.** The officers of the Church shall be elected by the Board of Directors by quorum majority. New offices may be created and filled at any meeting of the Board of Directors.

3. **Removal from Office.** Any officer, with the exception of Directors, elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment that the best interests of the Church would be served.

4. **Vacancies.** A vacancy in any office, except that of a director, because of death, resignation, removal, disqualification, or otherwise, may be filled by the board with a 5/8s majority quorum vote at the board's next regularly scheduled meeting.

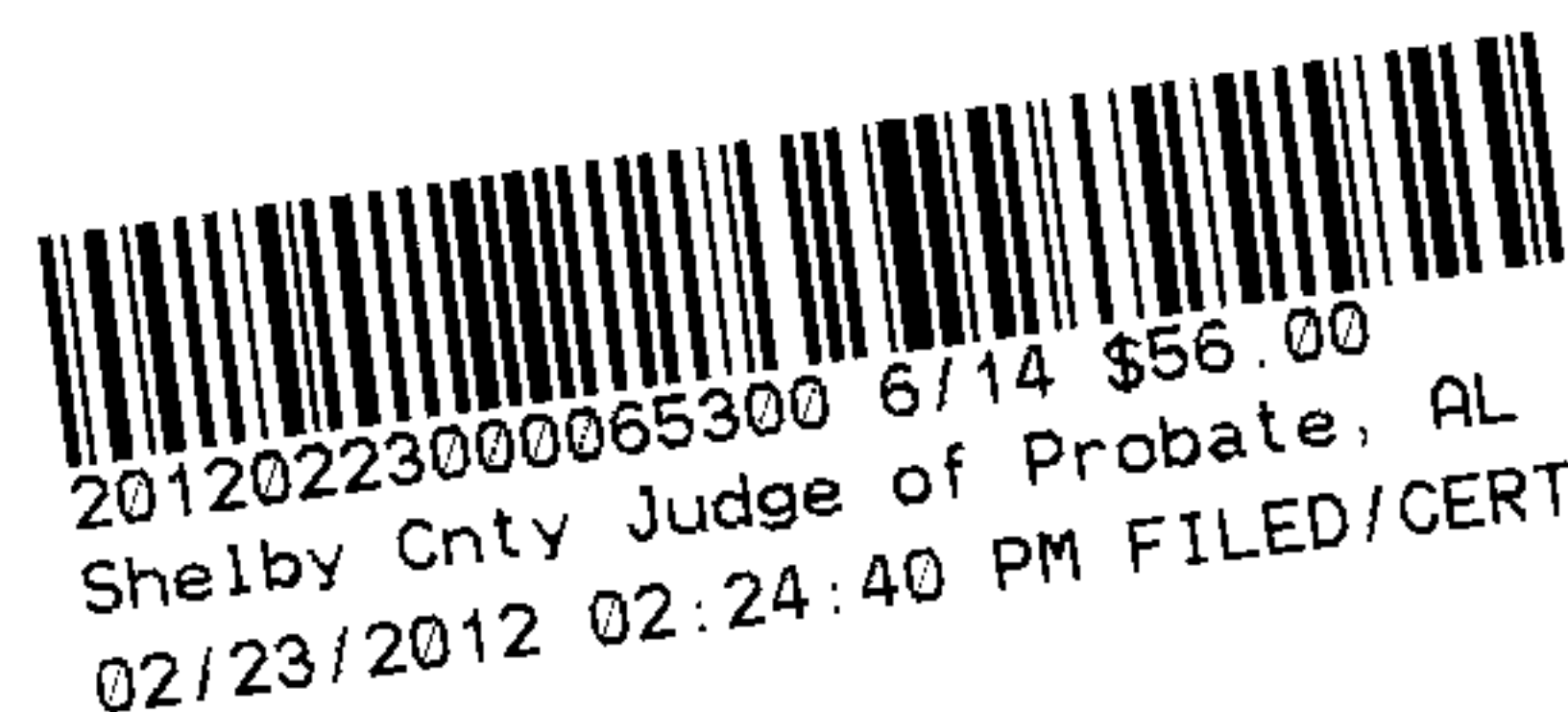
ARTICLE VIII

MINISTERS

1. **Ordination and Licensing.** The Board of Directors may ordain and/or license a person as minister of the Gospel after first examining the applicant's background, moral and religious character, and what previous Bible course and/or independent study applicant has received. Final determination shall be within the absolute discretion of the Board of Directors.

2. **Limitations.** The Board of Directors may, in the discretion of the Board, limit any licensee or ordainee to an area of special emphasis. The following areas are (although not intended to be inclusive) recognized by the Board of Directors:

- (a) Music;
- (b) Youth;
- (c) Christian education; and
- (d) Outreach ministry.



3. **Pastor.** The pastor shall be a licensed or ordained minister of the Gospel. Assistant or associate ministers may or may not be either licensed or ordained.

ARTICLE IX **MEMBERS**

1. Membership in the Church.

(a) If a person begins to attend church services, they can consider themselves a member. Membership in the church is the voluntary association of a person to the existing fellowship of the church.

(b) If a person desires to have a leadership role within the church they should make their desire known to a board member. The board member should by email communicate this desire to the rest of the board. It is important to understand that leadership service is usually Holy Spirit initiated. But, leadership can also be a self will desire. It shall rest upon the board to determine the nature of the leadership request. If it is determined in the positive by the board, the board should make every effort to act upon the desire by the member as soon as practicable.

(c) If a person desires to not attend the church any longer then there needs to be no action taken by the person. Every year at the February board meeting, a review of the membership roll should be taken to insure accuracy.

2. Membership Voting.

(a) If the issue being voted upon is voted in the affirmative by the Board and it involves the Pastor's position or salary, owned or leased real estate having a monetary value of \$10,000 or more, or \$500 or more in monthly rent, or an expense equaling 20% or more of the trailing twelve months giving, then a church wide vote must also be held. The church members must be notified of the place and time of the voting in at least two regular worship services. The church wide vote must be held no longer than two weeks following the second notification to the church of this voting. If those in attendance, a quorum being 50% of the trailing three months of weekly worship attendance, for the church wide meeting vote with a two thirds majority affirmatively, the motion is passed.

(b) If a church member brings to a board member a motion with the signatures of at least 50% of the trailing three months average worship attendance, then the board must vote upon the motion at its next regularly scheduled meeting and the church will also vote upon the issue, with the board's recommendation, with the attendance and voting requirements in the above paragraph.

(c) Church-wide member voting always supersedes that of the board.

ARTICLE X
INDEMNIFICATION, INSURANCE AND LIABILITY INDEMNIFICATION OF
CHURCH PASTOR, OFFICERS, DIRECTORS AND OTHER PERSONS

1. The Church shall advance necessary funds or 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 (other than an action by or in the right of the Church) by reason of the fact that the person is or was the Church's pastor, a director or officer of the Church, or is or was serving at the request of the Church as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by the person in connection with such threatened, pending or completed action, suit or proceeding. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of *nolo contendere* or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Church, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

2. The Church shall advance funds or indemnify any person who is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Church to procure a judgment in its favor by reason of the fact that he is or was a pastor, director or officer of the Church, or is or was serving at the request of the Church as a director, officer or representative of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by the person in connection with such threatened, pending or completed action or suit by or in the right of the Church.

3. Indemnification under Sections 1 and 2 of this Article shall be automatic and shall not require any determination that indemnification is proper, except that no indemnification shall be made in any case where the act or failure to act giving rise to the claim for indemnification is determined by a court of competent jurisdiction to have constituted willful misconduct or recklessness.

4. Expenses incurred in defending a civil or criminal action, suit or proceeding of the kind described in Sections 1 and 2 of this Article shall be paid by the Church in advance of the final disposition of such action, suit or proceeding upon receipt of an

undertaking, by or on behalf of the person who may be entitled to indemnification under those Sections, to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Church.

5. The Church may, at the discretion of and to the extent and for such persons as determined by the Board of Directors of the Church, (i) indemnify any person who neither is nor was the Church's pastor, a director or officer of the Church but who is or was 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 (and whether brought by or in the right of the Church), by reason of the fact that the person is or was a representative of the Church, against expenses (including attorneys fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by the person in connection with such threatened, pending or completed action, suit or proceeding; and (ii) pay such expenses in advance of the final disposition of such action, suit or proceeding, upon receipt of an undertaking by or on behalf of such person to repay such amount if it shall ultimately be determined by a court of competent jurisdiction that such person is not entitled to be indemnified by the Church.

6. Any right to indemnification provided in this Article shall continue as to a person who has ceased to be a pastor, director or officer of the Church and shall inure to the benefit of the heirs, executors and administrators of such a person.

7. Nothing herein contained shall be construed as limiting the power or obligation of the Church to indemnify any person in accordance with applicable state law provisions as amended from time to time or in accordance with any similar law adopted in lieu thereof.

8. The Church shall also indemnify any person against expenses (including attorneys fees), actually and reasonably incurred by him in enforcing any right to indemnification under this Article, under the Church's state nonprofit Corporation law as amended from time to time or under any similar law adopted in lieu thereof.

9. Any person who shall serve as the Church's Pastor/President, a director, officer, employee or agent of the Church or who shall serve at the request of the Church, as a director, officer, employee or agent of another corporation, joint partnership, joint venture trust or other enterprise shall be deemed to do so with knowledge of and in reliance upon the rights of indemnification provided in this Article, under applicable state law indemnification provisions as amended from time to time and in or under any similar law adopted in lieu thereof.

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ARTICLE XI
CONTRACTS, CHECKS, DEPOSITS AND FUNDS

1. **Contracts.** The Board of Directors may authorize any officer or officers, agent or agents of the Church, in addition to the officers so authorized by these Articles to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Church, and such authority may be general or may be confined to specific instances.

2. **Checks, Drafts, or Orders.**

(a) The church Treasurer shall by rights given by the board be the church's banking contact.

(b) At any instance where funds are received for the benefit of the church or its outreaches, there should be two individuals designated by the board to count the funds and prepare a deposit slip. This deposit slip and funds should be placed in a lock bag and the Treasurer should make the deposit to the church's banking account as soon as possible.

(c) Any expense incurred before it can be paid by the church should be designated by the board as a certified church expense. The board reserves the right to designate an expense as not church certified where by leaving the expense payable by the individual that incurred the expense.

(d) Expenses shall be paid by a church check or by automation at the vendors' ability. The church shall not participate in the Internet or phone services offered by the banking institution.

(e) Checks written on behalf of the church shall require two signatures. These two individuals are designated at the request of the board.

ARTICLE XII
BOOKS AND RECORDS

The Church shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors, committees having and exercising any of the authority of the Board of Directors, and any other committee, and shall keep at the principal office a record giving the names and addresses of the Board of Directors members entitled to vote. All books and records of the Church may be inspected by any member or his agent for any proper purpose at any reasonable time.

ARTICLE XIII
CREATION AND AMENDMENT OF ARTICLES AND BY-LAWS

The information contained herein shall also operate as the corporation's first set of by-laws. The Board of Directors shall have the authority to establish additional by-laws for the operation and government of the corporation, which said by-laws may be amended from time to time by the Board of Directors. The Articles of Incorporation by way of Bylaws may be altered, amended, or repealed, and new bylaws may be adopted, by a majority quorum vote of the Board of Directors of the Church at any regular or special meeting of the Board of Directors. The Church's Articles of Incorporation and bylaws shall be given to each member of the Board of Directors.

ARTICLE XIV
CHURCH SERVICES

The Board of Directors shall establish the time and day of church worship services. The board at its pleasure can also alter or change the time and date of church services.

ARTICLE XV
VOTING

Unless otherwise specified in these articles of corporation, or in future by-laws of the corporation, all issues whether before the Board of Directors or the membership, shall be decided by a quorum majority vote. Notwithstanding the above, however, at no time shall any of the amendments, by-laws, or regulations of this corporation be prohibited by or in conflict with the non-profit corporate laws of the State of Alabama.

ARTICLE XVI
FISCAL YEAR

The fiscal year of the Church shall be the calendar year.

ARTICLE XVII
DISSOLUTION

1. Upon the dissolution of the Church, the Board of Directors shall, after the payment of all the liabilities of the Church, dispose of all of the assets of the Church exclusively for the purposes of the Church, or to such organization or organizations organized and operating exclusively for the purposes of the Church, or to such

organization or organizations organized and operated exclusively under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or of the corresponding provisions of any future United States Revenue Law). Any residual of such assets not so disposed of shall be disposed of by the Circuit Court of Shelby County, Alabama, in which the principal office of the corporation is located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

2. No part of the net earnings of the Church shall inure to the benefit of, or be distributable to, its members, officers, directors, or any person except that the Church shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments in the furtherance of the Church. Notwithstanding any other provisions of the Articles of incorporation of the Church shall not carry on any activity not permitted to be carried on (a) by a corporation exempt from Federal Income Tax, under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (or by the corresponding section of any future Revenue Code of the United States of America) or (b) by a corporation, contributions of which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding section of any future United States Revenue Law).

ARTICLE XVIII

REGISTERED OFFICE AND AGENT

The initial principal office of the corporation "church", shall be located at the address: 13521 Shelby County Road 280, Narrow's Town Center, Suite 113, Birmingham, AL 35242. The Church may have such other offices as the Board of Directors may determine from time to time.

The name of the initial Registered Agent is **George Hollis, Reverend**, 1037 Forest Meadows Drive, Birmingham, AL 35242.

ARTICLE XIX

INCORPORATOR

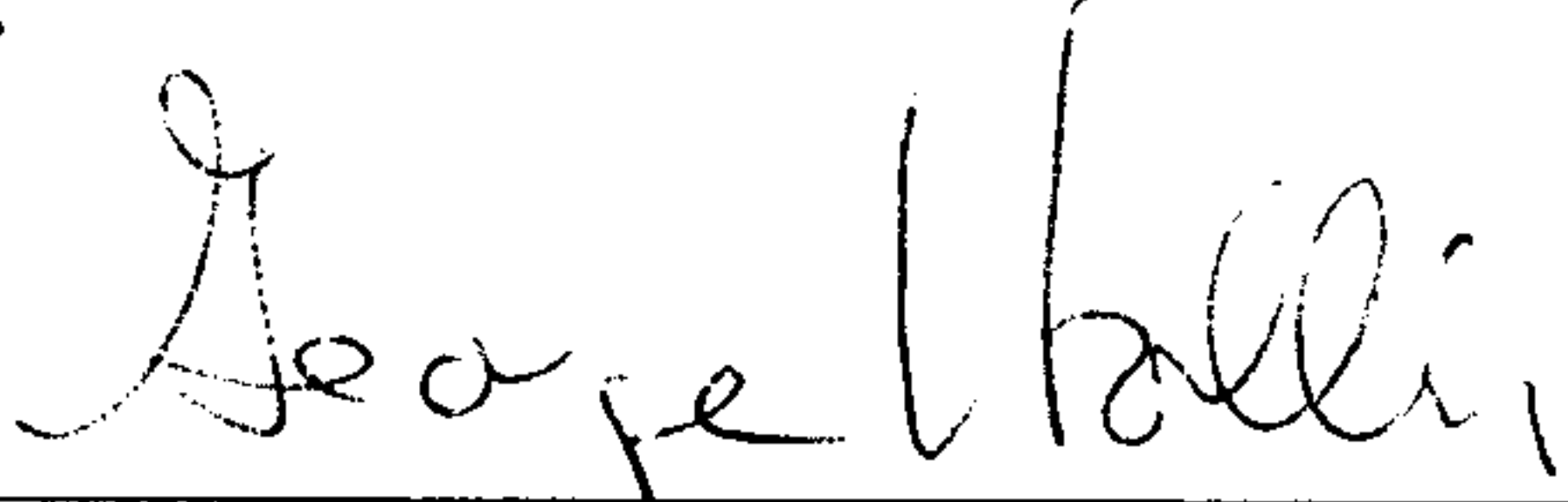
The name and address of the Incorporator is:

NAME

ADDRESS

George Hollis, Reverend 1037 Forest Meadows Drive
Birmingham, Alabama 35242

IN WITNESS WHEREOF, I, the said Incorporator, have hereunto set my hand and seal on this the 23rd day of February, 2012.

 (L.S.)

GEORGE HOLLIS

STATE OF ALABAMA)

SHELBY COUNTY)

I, **Steven F. Long**, a Notary Public in and for said County and State, hereby certify that the above Incorporator, **GEORGE HOLLIS** appeared before me on the **23rd day of February 2012**, and on oath, stated that the matters contained in said certificate are true.

WITNESS my hand and seal, this the **23rd day of February, 2012**.



NOTARY PUBLIC

Commission Expires: 12/22/2013.

THIS INSTRUMENT PREPARED BY:

**LAW OFFICE OF
STEVEN F. LONG, P.C.
500 Southland Drive
Suite 120
Birmingham, Alabama 35226
(205) 823-8000
attystevenlong@aol.com**


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State of Alabama
Shelby County

Certificate of Corporation

Of

COMMUNITY CHRISTIAN CHURCH IN CHELSEA

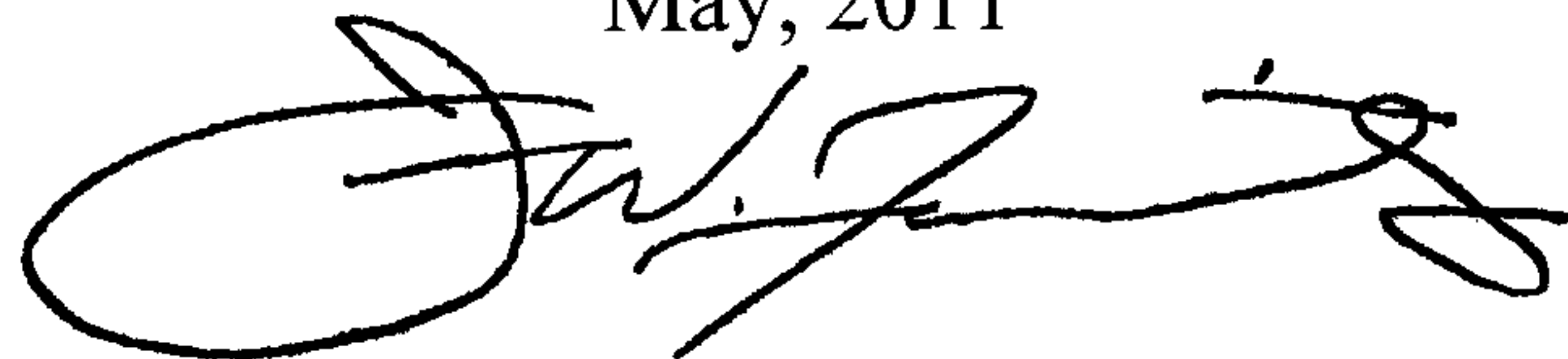
The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby
certifies that duplicate originals of Articles of Incorporation
of

COMMUNITY CHRISTIAN CHURCH IN CHELSEA

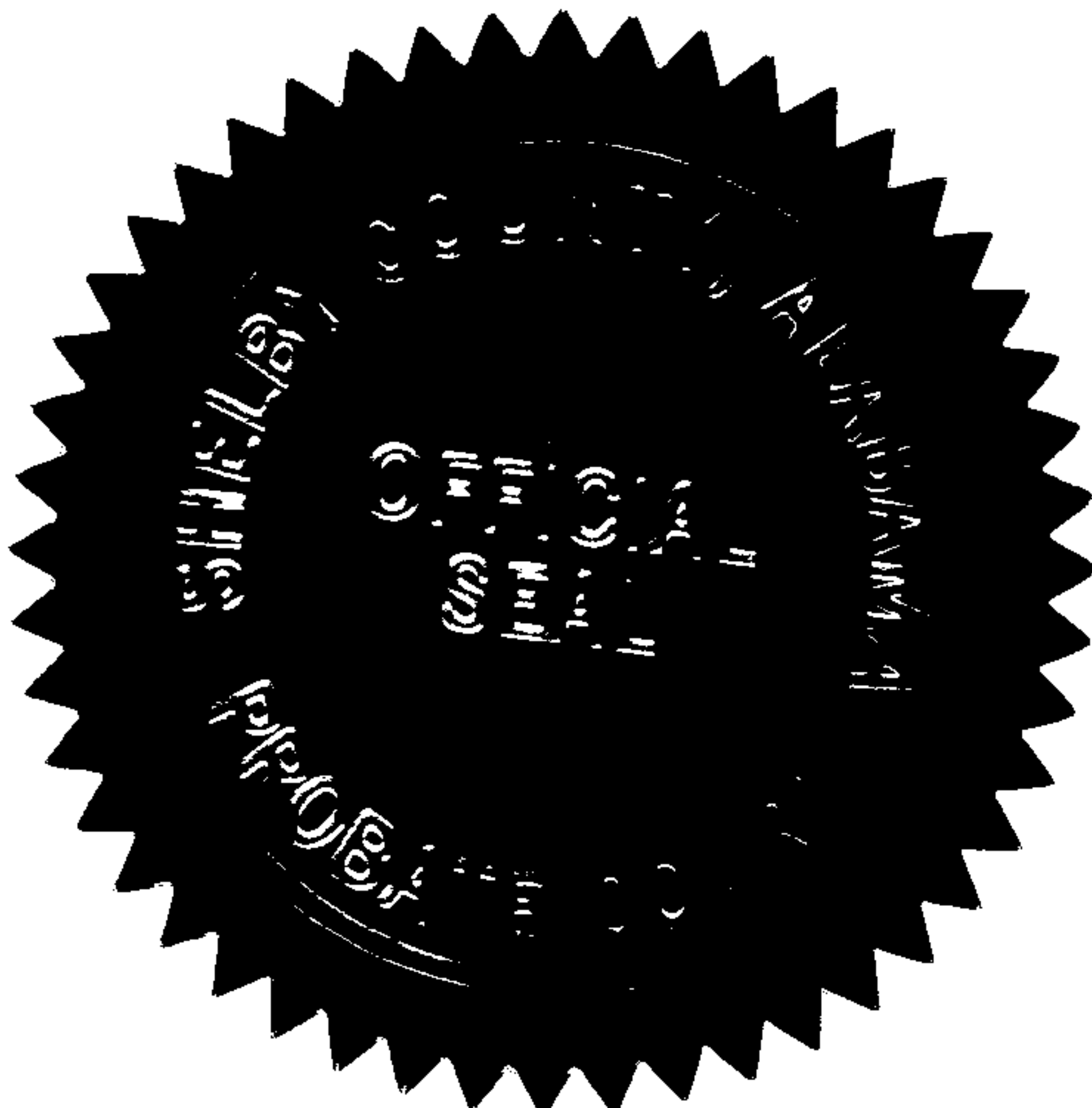
duly signed and verified pursuant to the provisions of Section Non Profit of the Alabama
Business Corporation Act, have been received in this office and are found to conform to
law.

ACCORDINGLY, the undersigned, as such Judge of Probate, and by virtue of the
authority vested in him by law, hereby issues this Certificate of Incorporation of
COMMUNITY CHRISTIAN CHURCH IN CHELSEA
and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official
Seal on this the 9th day of
May, 2011



James W. Fuhrmeister 
Judge of Probate




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Shelby Cnty Judge of Probate, AL
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