



OFFICIAL BY-LAWS OF THE TEXAS MINISTRIES OF THE CHURCH OF GOD

PREAMBLE

The Texas Ministries of the Church of God (herein often to referred to as the Assembly) is a communion of duly recognized ministers who commune together as united by the Holy Spirit to obey the great commandment and the great commission. The Assembly, in order to accomplish its mission and purposes, has formulated and adopted these Bylaws and shall be governed by these Bylaws, its Articles of Incorporation and all applicable laws. Those persons meeting the qualifications for membership as specified below are considered to be the members of the Assembly.

ARTICLE I. NAME, OFFICE, and INCORPORATION

Section 1: Name

The name of this body shall be the Texas Ministries of the Church of God.

Section 2: Principal Office

The present location of business is at 3715 Preston Avenue, Pasadena, Texas 77505.

Section 3: Future Office

Hereafter, the principal office for the transaction of business shall be a location determined by the Board of Ministry (the "Board") the creation, powers, terms and duties of which are described in Article VII. This shall be done in concert with the State Administrator.

Section 4: Incorporation

The incorporation of the Texas Ministries of the Church of God is Charter * 101-454-01.

ARTICLE II. PURPOSE

The work of the Assembly and any ministry it oversees is to enhance the redemptive potential of the local church in its effort to spread the Gospel and build believers into fully devoted followers of Jesus Christ.

In addition to ensuring the legal conduct of its business, the work of this Assembly consists of helping congregations accomplish the spiritual priorities of Scripture, such as but not limited to fulfilling the Great Commission (Matthew 28:18-20), live out the Great Commandment (Matthew 22:37-40), protect the work of the local church from heresy and those who would seek to harm her (Matthew 7:15, Acts 20:28-29, Titus 1:9), planting new congregations (Romans 15:19-20, 1 Corinthians 3:5-6), and equipping leaders for the work of ministry (Ephesians 4). The work of the Assembly also involves helping congregations meet the appropriate legal and ecclesiastical standards, developing organizational life for health and vitality, and honoring the heritage of the Church of God Movement with general offices in Anderson, Indiana.

ARTICLE III. STATEMENT OF FAITH AND AFFILIATION

Section 1: Statement of Faith

This Assembly adheres to the basic fundamentals of the Christian faith as revealed by the Holy Bible. A community of like-minded believers shares this understanding and specific points of faith are articulated according to the teaching of the Church of God, Anderson, Indiana. Questions of faith or practice are referred to the latest edition of the Credentials manual and/or the policy and procedures manual.

Section 2: Affiliation

This Assembly participates in fellowship with the General Assembly of the Church of God, with general offices in Anderson, Indiana.

Section 3: Compliance

This Assembly agrees to abide by and endorse the approved current resolutions adopted by the General Assembly unless expressly prohibited herein.

ARTICLE IV. POWERS AND LIMITATIONS

Section 1: General Corporate Powers

The Assembly shall have all corporate powers outlined in the Texas Corporate Statutes governing this entity, as amended from time to time (the "Act"), and subject to the provisions and limitations of the Act and any limitations in the Articles of Incorporation and these Bylaws. The activities, business, and affairs of the Assembly shall be conducted and all corporate powers shall be exercised by or under the direction of the Board.

Section 2: Specific Corporate Powers

Without prejudice to the general powers set forth above, and subject to same limitations, the Board of Ministry:

- a. Shall have the power to adopt, make and use a corporate seal and alter the form of the seal for the Assembly.
- b. May borrow money and incur indebtedness on behalf of the Assembly and cause to be executed and delivered for the Assembly's purposes and in the Assembly's name, promissory notes and other evidences of debt and securities [see also Art. VII, Sec. 2].
- c. Shall have the right to determine which documents, including financial documents and checks, will require specified signatures.
- d. Shall have the power to define its own membership.
- e. Individual members of the Board shall have no authority to act for the ASSEMBLY except in duly constituted meetings of the Board or when specifically authorized to action by the Board.

Section 3: Limitations

This Assembly shall not have the right to exercise ecclesiastical, operational, fiscal jurisdiction or authority over the local church or over individual congregations, except by what has been properly granted to it as contained herein. However, it shall retain the right of a voluntary association to:

- a. Revoke any and/or all rights and privileges which may have been extended by this Assembly to any church, church plant, partner in ministry, or recognized parachurch ministry, and
- b. Act or delegate a committee to act in its stead to bring about harmonious and workable relationships between any minister of a congregation and the Assembly, while retaining the power to revoke any credentials granted if reconciliation is not deemed possible.

These measures are to be taken only after efforts have been made by the Credentials Committee and/or the Board of Ministry to investigate the situation and work toward an agreeable solution the creation, powers, terms and duties of which are described in Article IX.

ARTICLE V. MEMBERSHIP

Section 1. General Membership

The membership of this Assembly shall consist of all ordained and licensed ministers in good standing and are herein called members. Members must fulfill the following qualifications:

- a. Are registered and listed in the Church of God Yearbook within the last two years; and are
- b. Residents in Texas who are actively engaged in ministry with the Church of God including retired pastors who maintain identity and affiliation with the Church of God and attend a registered Church of God congregation and whose credentials are in order; and who
- c. Live in harmony with the current edition of the Credentials manuals, whether known publicly or privately.

Other persons may be granted the rights of membership under the following circumstances as so determined by the Board of Ministry and Credentials Committee in a joint meeting of its members as prescribed in any manner determined by the State Administrator and/or the Assembly Chairperson.

Section 2: Voting Membership

All recognized members of this Assembly who meet the foregoing requirements shall have the right to vote in the annual Assembly meeting.

Section 3: Official Roll

The Secretary of this Assembly shall keep a list of the names of the members. This list shall be revised and furnished to the Board of Ministry by the Credentials Committee at least 30 days prior to the Annual Meeting.

Section 4: Extension and Challenge of Voting Privilege

- a. The membership, by three-fourths (3/4) vote of the members present and voting, shall retain the right to define its own membership and to declare, on occasion, when individual ministers, laymen, or congregations are recognized by the members as adhering to the Biblical principles to which Assembly itself is committed. If the members approve a person, voting privileges may be extended to the person whose name has been submitted; however, such voting privileges shall extend only to the meeting, including all sessions thereof, at which the approval of voting privileges is granted. This shall take place from the floor at each meeting of the Assembly.
- b. The right to vote may be challenged by any member in good standing in the Assembly. The members present at the meeting shall decide the question of eligibility by a majority vote.

Section 5. Religious Standing

The rules and conventions for membership listed herein shall apply to the business and corporate life of the Assembly and does not affect in any way the religious standing, rights, or privileges as a member in the Body of Christ.

ARTICLE VI. MEETINGS

Section 1. Annual Meeting Time

This Assembly shall have one regular meeting each year. The Board of Ministry shall hold this meeting at a time to be determined by the Board in the first fifteen (15) days of November. All regular business shall be transacted at this meeting, except as herein provided.

Section 2: Annual Meeting Location

The Annual Meeting of the Assembly shall be held at a place designated by the Board of Ministry.

Section 3: Notice Requirements for the Annual Meeting

Whenever members are required or permitted to take any action at a meeting, notice shall be given to members no less than thirty (30) days prior to such a meeting. Notification of membership meetings shall be given in any one of the following ways, either of which shall be deemed to be a reasonable method of providing notice of a membership meeting:

- a. Delivery by email; or

b. United States mail to each member not having a valid email address such that all members on the membership roll receive due notification. Responsibility for correct addresses, whether electronic or mailbox (street or post), belongs to the member.

Section 4: Quorum for Annual Meetings

The quorum required to conduct business shall consist of 20% of the total number on the roster of approved clergy in good standing as certified by the list from the credentials team held on file in the state office. This shall apply to any duly called annual or specially called Assembly meeting shall constitute a quorum.

Section 5: Business of the Annual Meeting

The business of the Annual Meeting shall be primarily to convene around the following issues:

- a. Ratification of State Administrator (when necessary);
- b. Selection of officers for the Board of Ministry and Credentials Committee;
- c. Approve the annual budget;
- d. Decide on any indebtedness of the Assembly outside of the boundaries established herein for the Board;
- e. Approve amendments to the Bylaws; and
- f. Conduct any other business the Board determines necessary for the entire Assembly to hear.

Section 6: Balloting at Annual Meetings

- a. The means of expressing a vote shall be determined by the Board of Ministry and published to the Assembly in the notice of meeting. Unless otherwise noted in these bylaws, a simple majority of those members present and voting is sufficient to approve a matter requiring an Assembly vote. Registration in writing prior to voting may also be required subject to the discretion of the Board.
- b. No ballots by proxy or absentee will be allowed for any meeting of the Assembly.
- c. Nominations will not be taken from the floor for any office, unless the Board of Ministry so decides.

Section 7: Reports

In the interest of accountability and general information, officers of the Board of Ministry shall make appropriate reports to the Assembly. Other committees, teams, or affiliate organizations will also make report to the Assembly upon request by the Board of Ministry. These committees, teams, or affiliated ministries may request to address the Assembly and do so upon approval by the Board of Ministry.

Section 8: Special Meetings

A special meeting may be called by the Chairperson of the Assembly upon written and signed request of thirty (30) members in good standing of the Assembly, at the discretion of Board of Ministry or at the request of the State Administrator. The Secretary shall give written notice in accordance with Article 3, Section 6 of these bylaws to all members of the Assembly at least twenty (20) days prior to the meeting, stating the purpose, date and place of the meeting. With the exception of notification, all Annual Meeting guidelines shall apply to special called meetings.

Section 9: Parliamentary Order

All business meetings of the Assembly shall be governed by parliamentary procedure. The presiding officer at any business meeting shall decide any questions relating parliamentary procedure but, to the extent he/she deems appropriate, the then current edition of *Robert's Rules of Order Revised*, shall be applied in keeping with the spirit of Christian love and fellowship.

ARTICLE VII. BOARD OF MINISTRY

Section 1: Purpose

This Board exists to facilitate and strengthen the ministry work of the Church of God in Texas.

Section 2: Scope

The Board of Ministry is empowered to carry out corporate policy and decisions between Assembly meetings. It may enter into legal contracts and indebtedness without the consent of the Assembly up to no more than 20% of its asset value or its demonstrated ability to finance the indebtedness.

Section 3. Duties

The Board has many duties to perform that include, but may not be limited to:

- a. Developing, directing, and ensuring the Assembly fulfills its mission as stated herein;
- b. Transacting any business as given to this Board at an Annual or special called meeting;
- c. Hire, receive the resignation of, or recommend the termination of the State Administrator and appoint an Interim or Acting State Administrator when the position becomes vacant;
- d. Maintain oversight of property of every kind owned by the Assembly, including the disposition of such properties;
- e. Maintain records and reports in accordance with generally accepted accounting practices and as required by law and all such records shall be appropriately kept under the direction of the Board;
- f. Adopt, amend and repeal Assembly policies and procedures;
- g. Provide oversight to the credentialing committee for the state;
- h. Provide opportunities for the development of leadership and ministry skills and congregational health and growth;
- i. Develop and present the overall unified budget to the Assembly and ensure its management throughout the year;
- j. Provide supervision and accountability for the State Administrator on behalf of the Assembly as dictated by the Policy and Procedures Manual;
- k. Grant Partner in Ministry status to any organization seeking such recognition according to the Board's pleasure;
- l. Receive and review reports from all teams, committees, employees, and affiliated organizations;
- m. Oversee the Texas Revolving Loan Fund (TRLF) along with the TRLF Administrative Officers and appoint its officers;
- n. Fill vacancies on the Board until the next Annual Meeting;
- o. Determine the fiscal year of the Assembly;
- p. Hire staff in concert with the State Administrator;
- q. Appointing such short-term committees and task forces as it deems necessary to fulfill its tasks;
- r. Assists in the spiritual development of congregations and pastors for effective and relevant ministry.

Section 4. Membership

The Board will consist of the State Administrator, each officer as stipulated herein, and the remaining number so that the total number of Board members is not less than 7 members and no more than 10 members. The Board composition should also adequately reflect the geographical and cultural diversity of the membership of the ASSEMBLY at large and this number shall include at least 1 member from each recognized Partner in Ministry as specified in Article 11.1. The Partner in Ministry shall present its desired representative to the nominating team for consideration and this name/s shall be selected by the procedure for all officers of the Board as noted in these bylaws. The partner in ministry shall do so in accordance with typical guidelines and failure to do so may remove the selection. It is expected that Board members will attend all meetings as specified by the Board itself, shall seek the best interest of the Assembly in fulfilling its mission, shall set the example of leadership for other congregations by demonstrating exemplary congregational support, and by generally functioning at the highest level of Biblical leadership. All members of the Board whose terms are expiring are selected by the Assembly at each Annual Meeting (unless early vacancy occurs and at which time the proper procedures as contained herein shall be used) according to the process deemed prudent by the Board. All members of the Board are required to come from financially partnering congregations.

Section 5: Officers

The following officers shall serve as both seated officials for the Assembly and as corporate officers as required by the State of Texas (except for the vice-chairperson).

- a. Assembly Chairperson – The Chairperson shall be responsible for ensuring that all efforts of the Assembly remain in line with the stated purposes of the Assembly. He/she is chiefly responsible to preside at the Annual Meeting and all Board meetings and other sessions of the Assembly and shall maintain orderly communication and operations, including the management of the state budget. In the event he/she is unable to fulfill the duties assigned, the Board shall select from its own membership its replacement until the next Annual Assembly.
- b. Vice-Chairperson – The Vice-Chairperson shall be the currently sitting Chairperson of the Credentials Committee. He/she serves the board as Chair in the absence of the Chair and until the Board so appoints a new chair in the case of vacancy of office. The Vice-Chairperson is not an officer of the corporation.
- c. Secretary – The Secretary shall be responsible to keep or see that they are kept all legal documents for the state, as well as the preparation and maintenance of ballots and minutes of meetings. He/she is the chief information officer for all state events.
- d. Treasurer – The Treasurer is responsible to keep or see that they are kept all the state finances, including any received and disbursed funds. He/she shall also be the chief liaison to the Administrative Officers of the TRLF.

Section 6: Meetings

- a. The Board shall meet at least three times per year in whatever manner is so prescribed by the chair in concert with the State Administrator. The Annual Meeting may suffice as one such quarterly meeting.
- b. Written notice of the Board meeting shall be issued fourteen (14) days in advance of a scheduled meeting to include communication methods referenced in Article 6, section 3.
- c. A quorum consists of a simple majority of the members of the Board.
- d. The State Administrator or Assembly Chairperson or any 4 board members may call a special meeting of the Board with proper notice being given to the Chairperson or State Administrator.

Section 7: Elections

All elections (by whatever selection method deemed prudent by the Board) shall be held at the Annual Meeting and newly elected persons shall take office beginning on the first day of the year following the election.

Section 8: Terms of Office

- a. All officers shall be elected by the Assembly for a three-year (3) staggered term such that the Chairperson serves for three years, the Secretary for two years, and the Treasurer for one year, when then creates the staggered terms in future years.
- b. All members of the Board shall also serve for three-year staggered terms to be created in a similar fashion as the above.
- c. All members of the Board, including officers, shall serve no more than 2 consecutive terms. However, after an absence of two year, they may serve again in said manner above at the pleasure of the Board and Assembly.
- d. A vacancy on the Board will be filled by a person appointed by the Board until the next Annual Assembly at which time a new name shall be submitted by the Nominating Team and ratified at that meeting.

Section 9: Removal or Resignation from Office

In the event removal from office of a member of the Board is deemed necessary, the following guidelines shall apply.

- a. A member can be removed from office for any violation of the moral, ethical or spiritual standards as stated in the Credentials Manual of the Church of God. The Credentials Committee will serve as the investigative body in each case.

- b. A member can also be removed if it is determined by 2/3 of the existing Board members that he/she is not meeting performance requirements or supporting the overall vision of the ASSEMBLY. The member being dismissed can appeal this decision to the Credentials Committee who will conduct an investigation and be the final arbitrator in the matter.
- c. The Assembly may also call for a vote of confidence at any time for any officer after thirty (30) members have signed a petition and presented it to the Assembly Chairperson or State Administrator for consideration. At that point, a special called meeting of the Assembly will be held and a formal vote of confidence taken. If the officer does not maintain the support of a majority of the Assembly members voting he/she shall be removed from office.
- d. Any resignation or removal shall take effect at the date of receipt of said notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of said resignation shall not be necessary to make it effective.

Section 10: Continuance of Duties

The Board shall exercise all the powers of the ASSEMBLY between the Annual Meetings of the ASSEMBLY.

ARTICLE VIII. STATE ADMINISTRATOR

Section 1. The State Administrator serves the churches and pastors in Texas and the wider Church of God in the following general roles:

- a. Provide leadership to equip and assist the Assembly and its ministries in reaching the goals of the Assembly.
- b. As the chief representative of the Church of God in Texas to the national movement;
- c. As a representative for the state in certain legal and financial matters under the authority of the Board of Ministry;
- d. As a member of the Board of Ministry and any other Board, Committee or Team authorized or under the direction of the Assembly but shall serve in an ex-officio capacity;
- e. In any role or under any authority granted by the Board of Ministry or the Assembly.
- f. The State Administrator shall be responsible for the organization of the work of the Assembly and for the engagement, supervision, direction and discharge of all employed personnel.

Section 2. Supervision and Accountability

- a. The State Administrator shall hold that office for a five-year (5) renewable term at the pleasure of the Board and the Assembly membership or until he/she resigns.
- b. The Board will conduct direct supervision and accountability.
- c. Accountability will be maintained through the governing policies set by the Board of Ministry and mutually agreed upon, measurable yearly goals as well as personal spiritual integrity.
- d. Financial compensation will be negotiated by the Board of Ministry and approved by the Assembly along with the overall budget.

Section 3. Termination

- a. As the direct supervisor, the Board of Ministry can elect to terminate the State Administrator for any relevant cause it deems necessary including, but not limited to, moral failure, violation of trust, inability to work with or under the Board or poor work performance. Termination of the State Administrator requires a 2/3 vote of the full Board.
- b. The State Administrator could elect to appeal a decision of the Board of Ministry as to termination through a special-called business meeting of the Assembly under the guidelines developed in Article 6, Section 8. A decision of the majority of the Assembly would then be final.

ARTICLE IX. COMMITTEES AND TEAMS

The Assembly shall maintain at least three (3) committees: the Credentials Committee, the Nominating Committee, and the Texas Revolving Loan Fund. The Board may establish *ad hoc* committees consisting of no less than three (3) members to delegate such portions of their authority as they may desire with the exception of the hiring or termination of employment of the State Administrator; amending, repealing, or adopting bylaws; or approving any contract or transaction in which the Assembly is a party. The committee members need not be members of the Board. Task assignments that are appointed, recommended, or delegated to a committee shall function under the direction of the Board.

Section 1. Credentials Committee

- a. The Committee shall be composed of a five (5) ordained ministers who are competent and available to fulfill the duties of this committee as determined by the membership guidelines listed herein and as deemed appropriate by the Board of Ministry. The Committee should attempt to reflect the richness of diversity of the membership of the Assembly. The committee shall be selected by the Nominating Committee for ratification at the annual meeting. Each ratified person shall serve three-year (3) staggering terms, with one renewal permitted. The Chairperson shall serve three-years, the Secretary and one-member at large for two years, and the remaining members for one year, which then creates the staggered terms in future years. Term limits apply as specified in Article 7.8.c.
- b. In the event of a vacancy on the Committee, the position shall be filled at the pleasure of the Board of Ministry until the next Annual Meeting. At this point, the Nominating Committee submits a new person for ratification to complete the term of the person replaced. Members of this committee must be affiliated with partnering churches. The chairperson for this committee will be selected by Assembly process at the Annual Meeting.
- c. The Committee shall fulfill the duties of the current edition of the credentials manual in keeping with the best practices of this work, both on a state level and with respect to the collective work of the Church of God Movement. These duties are held as a sacred trust and should be so executed.

Section 2. Texas Revolving Loan Fund (TRLF)

- a. The Texas Revolving Loan Fund is a permanent fund to be used by congregations or districts in purchasing, constructing, remodeling, expansion of places of worship and other church related facilities.
- b. The Board of Ministry officers and the three (3) TRLF Administrative Officers shall administer the loan fund: a President, Vice President and Secretary-Auditor.
- c. The TRLF officers shall be nominated by the Board of Ministry and ratified by the Assembly by 75%.
- d. The TRLF shall be administered in accordance with its approved operation procedures and job descriptions. These operation procedures and job descriptions shall be presented by the Administrative Officers and approved by the Board of Ministry.

Section 3. Nominating Committee

- a. The Board shall annually appoint a Nominating Committee. A Nominating Committee shall be a standing committee composed of no less than three (3) persons and no more than five (5) persons and no person from the Board of Ministry shall serve in official capacity on this Board. The committee shall select its own Chairperson and Secretary.
- b. The Committee shall nominate those to be considered for service on the Board of Ministry, including officers and members at large. The Committee shall follow the procedure as outlined in Article VII, Section 4.
- c. The Committee, prior to the annual meeting of Assembly, shall:
 - I. Fully explain to potential candidates their duties and responsibilities as members of the Board.
 - II. Obtain from each candidate a written consent to place the name on the ballot.
 - III. Prepare a list of candidates to fill vacant positions that shall include sufficient information so that persons may be properly informed.

- IV. Present to the Board of Ministry Chair a ballot 60 days prior to the Annual Meeting. The Chair may reject the ballot if the persons so nominated do not meet the criteria established in these bylaws.
- d. The Committee shall ensure that the attendance at Board meetings is monitored and that regular reports are submitted to the Nominating Committee regarding attendance.
- e. The Nominating Committee or its designee or the Assembly Chairperson shall consult with those members of the Board who are not meeting the attendance requirements of the Board and shall make recommendations with respect to such non-attendance.
- f. This Nominating Committee shall be newly chosen after each election to perform their duties.

ARTICLE X. DISCIPLINE

No church, ministry organization or individual shall be recognized and maintain credentials if their life and practices run contrary to the accepted biblical teachings of the Church of God. The Credentials Committee will conduct any investigations involving these practices and appropriate action taken in accordance with the most current edition of the Credentials Manual of the Church of God.

ARTICLE XI. RELATIONSHIPS WITH THE TEXAS MINISTRIES OF THE CHURCH OF GOD AND PARTNERS IN MINISTRY

The ministry of the Assembly will do everything reasonable and within its influence to maintain sound and workable relationships with other groups and associations affiliated with the Church of God in Texas. It will be the ultimate goal of the Assembly to support the growth of these ministries and the general overall unity of all Church of God groups in the state. This will include, but not be limited to, promotion of events, networking, communication and general planning whenever appropriate and useful. The Assembly expects the same level of support from these groups and associations.

Section 1: Partners in Ministry

The two affiliated ministries operating within the Church of God in Texas are: Texas State Association (TSA) and the Concilio Sur Centro de la Iglesia de Dios.

Section 2: Existence

A partner in ministry shall give evidence of existence as an organization and meet the necessary qualifications for recognition as an affiliated ministry of the Church of God, Anderson, IN. Hereafter, a ministry seeking affiliation shall make application to and be ratified by the Board of Ministry and then the Assembly.

Section 3: Standard

A partner in ministry shall function under its own bylaws, policy, and procedures. The Assembly does not provide endorsement or legal responsibility over a partner in ministry. The partners in ministry shall offer accountability and transparency to the Assembly.

Section 4: Reporting

Each partner in ministry shall present a written/and or oral report at the annual business meeting, if so requested by the Board of Ministry.

ARTICLE XII. THE BYLAWS

Section 1: Amendment

These bylaws may be amended at any regular business session of the Assembly. Amendments may also occur at a special meeting called for that purpose and may so be done with at least thirty (30) days notice of the meeting as prescribed herein.

Section 2: Process

All proposed amendments shall be presented to the Assembly in written form and shall require an affirmative vote of 3/4 of the members present. However, no article shall be altered or repealed or any new article enacted on the same day that it is proposed.

Section 3: Conflict

In the event these by-laws seem to have conflict herein, the Board shall reconcile such conflict so as to arrive at a decision. Its decision shall then be referred to a committee appointed for the purpose of providing lasting solution to the conflict herein.

ARTICLE XIII – INDEMNIFICATION

Every Board member or Officer of the corporation and his/her executors, administrators, and estate shall be indemnified and saved harmless, out of the funds of the corporation, from and against:

- a. All costs, charges, damages, and expenses whatsoever that the Member or Officer sustains or incurs in or about any action, suit, or proceeding which is brought, commenced, or prosecuted against him, or in respect of any act, deed, or matter of thing whatsoever, made, done, or permitted by him, in or about the execution, in good faith, of the duties of his office or in respect of any such liability.
- b. All other costs, charges, damages, and expenses which the Member or Officer sustains or incurs in or about or in relation to the affairs thereof, except such cost, charges, or expenses as are occasioned by the Member's or Officer's own willful neglect or default. The Assembly shall carry such sufficient indemnification insurance as is currently available and can be reasonably afforded by Assembly.

ARTICLE XIV – PLAN FOR DISSOLUTION

Upon the dissolution of Assembly, any assets remaining after payment or provision for payment, of all debts and liabilities of this corporation shall be distributed to an existing Church of God (Anderson, IN) exempt organization which shares like faith, mission, and purpose, which is tax exempt under Internal Revenue Code Section 501(c)(3).

Such distribution shall be implemented in accordance with the applicable provisions of the laws of the state of Texas and the membership of Assembly.

These bylaws were amended and then adopted on March 7, 2006 in Newton, Texas; March 3, 2008 in Dallas, Texas; March 1, 2010 in San Antonio, Texas; November 4, 2017 in Houston, Texas.