

BYLAWS

Of

Iglesia de Dios Amor y Misericordia

EIN 26 - 3429056

Article I – Membership

- Section 1. Members-IGLESIA DE DIOS AMOR Y MISERICORDIA, INC. is comprised of persons who profess a personal faith and believe in the Lord Jesus Christ, have received baptism in a church according to the New Testament, and actively follow the Lord Jesus Christ in discipleship.
- Section 2. IGLESIA DE DIOS AMOR Y MISERICORDIA, INC. Senior Pastor Eric Perdomo can never be voted out of their position. He has full authority under the guidance of the Holy Spirit to hire, fire and make the necessary changes in staff and volunteers. If the church ever closes down, all assets will be given to founding Pastor Eric Perdomo and donated to the ministry of his choice.
- Section 3. Reception-A person shall be considered a member upon approval of the church membership. A person may be received for membership by any of the following ways:
1. **By profession of faith.** A person publicly confessing personal faith in the Lord Jesus Christ, giving evidences of a regenerate heart and adopting the covenant and the articles of faith and practices held by the church, shall, upon baptism be admitted into the fellowship of the church.
 2. **By statement.** Any person who has been baptized upon profession of faith in a church of like faith and order but who, because of loss of records or similarly unavoidable circumstances, has no regular letter of dismissal, may be received into membership after giving satisfactory evidence of a regenerate heart, Christian conduct and scriptural faith. Any person presented for membership who has been baptized by immersion **in** a church of like faith and order shall be received by statement.
 3. **By letter.** Any person from another church of like faith and order may be received into membership upon receipt of letter of transfer from that respective church.
 4. **By baptism from another denomination.** Any person who professes a personal faith and belief in the Lord Jesus Christ and actively follows the Lord Jesus Christ in discipleship but has been baptized by any method other than immersion in another church must be immersed to become a member of this body.
- Section 4. New Member Orientation-New church members will be expected to participate in the church's new member orientation program as developed and implemented by IGLESIA DE DIOS AMOR Y MISERICORDIA and Senior Pastor Eric Perdomo.
- Section 5. Rights of Members at IGLESIA DE DIOS AMOR Y MISERICORDIA-Every member of the church is entitled see financial records as long as they are faithful tithers, and faithful givers. It is up to the discretion of the senior pastor to allow access to financial records.

Section 6. Termination of Membership-Membership shall be terminated in the following ways: (1) death, (2) transfer by letter to another church of like faith and order, (3) acknowledgement when a member has joined a church of another faith and order and requested such action, (4) exclusion by action of this church.

Article II – IGLESIA DE DIOS AMOR Y MISERICORDIA, INC. Staff and Officers

All church officers and staff, must be active members of the church. The officers of this church shall be as follows:

- Section 1. Senior Pastor Eric Perdomo
- Section 2. Vivianna Perdomo
- Section 3. Manuel Villalta Rodriquez

Article III – IGLESIA DE DIOS AMOR Y MISERICORDIA-Church Employment

Should dismissal of ministerial staff or any other church staff become necessary, Pastor Eric Perdomo will appoint new minister to cover the vacant spot. Proper notice to minister being dismissed will be made known at least two (2) weeks in advance.

Article IV – IGLESIA DE DIOS AMOR Y MISERICORDIA, INC. Church Meetings

- Section 1. Worship Services-The church shall meet regularly each Sunday and Wednesday evening for preaching, instruction, evangelism and for the worship of almighty God. These meetings will be open to everyone and shall be conducted under the direction of the Senior Pastor and designated leadership. Exceptions can be made by recommendation of the Senior pastor.
- Section 2. Special Services-All church meetings which are essential to the promotion of the objectives of the church shall be placed on the church calendar, published in the church newsletter at least once prior to the meeting being held and announced at all services on the Sunday prior to the special service being held.
- Section 3. Regular Business Meetings-Regular business meetings shall be held quarterly on the second Wednesday night of the month.
- Section 4. Special Business Meetings-A specially called business meeting may be held to consider matters of a significant nature. Notice of the subject, date, time and location, if consider to be for the entire membership it may be considered to be published in the church newsletter or bulletin for the specially called business meeting at least one week before the meeting and announced at all services on the Sunday prior to the special business meeting.
- Section 5. Church officers have a percentage as to the voting as it pertains to the outreach ministry of the Amor y Misericordia La Estación (WRPE – LP /AME 98.5 FM) radio station. Senior Pastor Eric Perdomo has a 40% of the voting power, Vivianna Perdomo has 40% of voting power and Mr. Manuel Villalta Rodriquez has a 20% of the voting power on the church officers board.

Article V – Ordinances

Section 1. Baptism-Baptism is a symbolic act of obedience. A person who receives Jesus Christ as Savior by personal faith, who professes Him publicly at any worship service, and who indicates a commitment to follow Christ as Lord, shall be received for baptism. (1) Baptism shall be by immersion in water. (2) Baptism may be administered by the pastor or whomever he shall authorize. (3) Baptism shall be administered as an act of worship during any worship service. (4) Baptism shall be as soon as possible after the public confession of faith.

Section 2. The Lord's Supper-The Lord's Supper is a symbolic act of obedience whereby members of the church, through partaking of the bread and fruit of the vine, commemorate the death of Jesus Christ and anticipate His second coming. (1) The Lord's Supper shall be observed at least quarterly, preferably on the first Sunday of the quarter. (2) The pastor, church staff, and deacons shall be responsible for administration of the Lord's Supper.

Article VI – Program Organizations

All program organizations of the church shall be under the direction of Senior Pastor Eric Perdomo.

Section 1. Preaching of the word

Section 2. Discipleship Training

Section 3. Children Ministry

Section 4. Music Ministry

Section 5. Amor y Misericordia La Estación (WRPE – LP /AME 98.5 FM) radio station

Article VII – Ministries

The church shall evaluate, plan, organize, and implement such ministries as the church deems necessary.

Article VIII – Committees

Pastor Eric Perdomo shall elect such committees as the church deems necessary. Committee members must be active members of IGLESIA DE DIOS AMOR Y MISERICORDIA, INC. and will serve for as long as they are effective in their respective positions. Should a committee member be ineffective or become inactive in the church; a replacement will be made by Pastor Eric Perdomo.

Appendix A:

Conflict of Interest Policy

Article I Purpose and Dissolution Clause

The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

1. Purpose

Said organization is organized exclusively for charitable, religious, educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

2. Dissolution Clause

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then 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.

Article II

Definitions

1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which **Iglesia de Dios Amor y Misericordia, Inc.** has a transaction or arrangement,
- b. A compensation arrangement with **Iglesia de Dios Amor y Misericordia, Inc.** or with any entity or individual with which **Iglesia de Dios Amor y Misericordia, Inc.** a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which **Iglesia de Dios Amor y Misericordia, Inc.** is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III

Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with Iglesia de Dios Amor y Misericordia, Inc. interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the governing board or committee shall determine whether **Iglesia de Dios Amor y Misericordia , Inc.** can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in **Iglesia de Dios Amor y Misericordia , Inc.** best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV

Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether

a conflict of interest was present, and the governing boards or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V

Compensation

a. A voting member of the governing board who receives compensation, directly or indirectly, from **Iglesia de Dios Amor y Misericordia , Inc.** for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from **Iglesia de Dios Amor y Misericordia , Inc.** for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation directly or indirectly, from **Iglesia de Dios Amor y Misericordia , Inc.** either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI

Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

a. Has received a copy of the conflicts of interest policy,

b. Has read and understands the policy,

c. Has agreed to comply with the policy, and.

d. Understands **Iglesia de Dios Amor y Misericordia , Inc.** is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII

Periodic Reviews

To ensure **Iglesia de Dios Amor y Misericordia , Inc.** operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.

b. Whether partnerships, joint ventures, and arrangements with management organizations conform to **Iglesia de Dios Amor y Misericordia, Inc.** written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII

Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, **Iglesia de Dios Amor y Misericordia, Inc.** may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

Adoption of Bylaws

Adopted by the Board of Directors by resolution and vote of all directors on the date below

Signature Date

Signature Date

Signature Date

Signature Date

Signature Date