



CONSTITUTION AND BY-LAWS FOR MISSION EXPERIENCE

Article One Name

The name of this ministry will be Mission Experience. Mission Experience is a subsidiary of The Experience Ministries Inc. and will be hereinafter referred to as ME.

Article Two Offices

The principal office of Mission Experience is 19869 East Tufts Dr. Centennial, CO 80015. ME may have such other offices, either within or without the state of incorporation, as the Board of Directors may determine moving into the future.

Article Three Mission Statement

It is the mission of Mission Experience to share the love of God in Jesus Christ with the people of the world.

Article Four Statements of Belief

The Bible

We believe that the original writings of both Old and New Testaments were written by prophets and apostles. The Holy Spirit gave them the message by means of the Spirit, according to the personality and background of the human author. We believe that these writings are without error and are of supreme and final authority in the lives of believers in any age. They are the wisdom of God revealed through man.

God

We believe there is one true God, who eternally exists as three distinct persons, Father, Son and Spirit, who exclusively share in the work of creation, maintenance of the universe, salvation and judgment.

Human Beings and Their Need

We believe that human beings were created in the image of God, but because of Adam's sin that image was lost and now all human beings are born with a sinful nature. We believe mankind's unable to function in purity before God, and need a spiritual regeneration.

Jesus

We believe that Jesus entered the human race as the virgin-born son of Mary. He was born sinless, fulfilled Old Testament prophecies of the Messiah, was rejected by Jewish leaders, condemned by Pilate, crucified by the Romans, buried in a borrowed tomb, but on the third day arose bodily from the dead in accordance with the predictions of the Old Testament scriptures. Jesus was fully God and fully man.

Salvation

We believe Jesus died upon the cross as a sinless substitute for sinners of all ages and times. Jesus took the penalty for our sin upon Himself. All who receive the risen Jesus as Lord, by faith, are spiritually born into permanent membership in the family of God.

Holy Spirit

We believe that the resurrected Jesus ascended to heaven and on the day of Pentecost sent the Holy Spirit to indwell, guide, teach, and empower all who believe by imparting to them the life of Jesus so that may live godly lives, engage in loving service to any who are in need, and be an ambassador concerning Christ's love.

Church

We believe that the Church consists of all who have come to faith in Christ. The Church is a nurturing community gathered to grow faith and equip people to live out faith in this world.

The Nicene Creed

We believe in one God the Father Almighty, Maker of heaven and earth, and of all things visible and invisible.

And in one Lord Jesus Christ, the only-begotten Son of God, begotten of the Father before all worlds, God of God, Light of Light, Very God of Very God, begotten, not made, being of one substance with the Father by whom all things were made; who for us men, and for our salvation, came down from heaven, and was incarnate by the Holy Spirit of the Virgin Mary, and was made man, and was crucified also for us under Pontius Pilate. He suffered and was buried, and the third day he rose again according to the Scriptures, and ascended into heaven, and sitteth on the right hand of the Father. And he shall come again with glory to judge both the living and the dead, whose kingdom shall have no end.

And we believe in the Holy Spirit, the Lord and Giver of Life, who proceedeth from the Father and the Son, who with the Father and the Son together is worshipped and glorified, who spoke by the prophets. And we believe one holy catholic and apostolic Church. We acknowledge one baptism for the remission of sins. And we look for the resurrection of the dead, and the life of the world to come. Amen.

Article Five The Board of Directors

Section 1. General Powers. The affairs of the Ministry shall be managed by the board of directors whose members have a fiduciary obligation to the Ministry.

Section 2. Number, Term and Qualifications. The number of Directors shall be no less than three (3) and shall have no maximum number. The term of membership shall be for a two (2) year period, except for the Director and MEH Orphanage Director.

Section 3. Regular Meetings. A regular annual meeting of the Board of Directors shall be held each year. The Board of Directors may provide, by resolution, the time and place for holding additional regular meetings without other notice than such resolution. Additional regular meetings shall be held in the absence of any designation in the resolution.

Section 4. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of any two (2) Directors and shall be held at the principal office of the Ministry or at such other place as the Directors may determine.

Section 5. Notice. Notice of the annual, regular or any special meeting of the Board of Directors shall be given by oral or written notice to each member. The attendance of a member at any meeting shall constitute a waiver of notice of such meeting, except where a member attends a meeting for the express purpose of objecting to the transaction of any business the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these By-Laws.

Section 6. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Directors are present at any meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 7. Board Decisions. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these By-Laws. All meetings shall be directed by Robert's Rules of order or a comparable meeting structure.

Section 8. Vacancies, Additions, Elections, and Removal. Any vacancy occurring in the Board of Directors shall be filled by the ME Director with the advice and consent of a majority of the present Board of Directors. Directors shall be removed by the ME Director with the advice and consent of the Board of Directors.

Section 9. Compensation. Directors as such shall not receive any salaries for their services.

Section 10. Job Responsibilities

- a) The Board of Directors will exercise oversight over the ministries of ME.
- b) They will guide the ministry in making decisions in regard to staff, property and legal contracts. This includes direction in future ministry projects for outreach.
- c) They will assist in staff hiring and setting staff salaries and benefits. Calling Directors and full time ministry personnel.
- d) They will have the responsibility of making sure that all decisions are in accord with Scriptural beliefs as set out in Article three.
- e) They will be directly responsible for the care and well-being of all staff members
- f) Committed to the Word of God and prayer. They will commit to bathe all our decisions and ministry in prayer.

Section 11. Accountability

The ME Board of Directors shall share the vision of their ministry regularly with the Mission Experience Board of Directors. The ME Board of Directors shall share their wisdom and guidance where it is applicable. The ME Board of Directors, as part of The Experience Ministries Inc., cannot make any decisions that are contrary to the beliefs or by-laws of The Experience Ministries Inc.

Article Six Officers

Section 1. Officers. The present officers of the corporation shall be ME Director, an Orphanage Director, a secretary, a treasurer, Ministry associates, and one or more assistant directors and such other officers as may be elected in accordance with the provisions of this article. The board of directors may elect or appoint such other officers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the board of directors. Any two or more offices may be held by the same person.

Section 2. Election and Term of Office. The Director is a called ministry position through the ministries of The Experience Ministries Inc. The Director and Orphanage Director shall remain in their position until either they have resigned or official action is taken by the BOD. The officers of the ministry shall be elected annually by the board of directors at the regular annual meeting of the board of directors. If the election of officers is not held at such meeting, such election of officers may be created and filled at any meeting of the board of directors. Each officer shall hold office until his successor has been duly elected.

Section 3. Removal. Any officer, elected or appointed by the board of directors, may be removed by the board of directors whenever in its judgment the best interests of the ministry would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed. The Director may be removed if it is proven they have taught against the principals of the Christian faith as described in section four or that his/her lifestyle is not consistent with Biblical principles. This must be evaluated and approved by the leaders of The Experience Ministries Inc.

Section 4. Vacancies. A vacancy in any office, except that of Director, because of death, resignation, removal, disqualification, or otherwise, may be filled by the Director for the unexpired portion of the term with the advice and consent of the board of directors. A vacancy in the Director position will be filled by a review of the candidates by the ME Board of Directors. They will then make a proposal to the leaders of The Experience Ministries Inc. to consider and issue the call.

Section 5. Powers of Officers.

- a) The ME Director: The ministry finds its headship in the Lord Jesus Christ. The Director shall be the Chief Executive Officer of the ME ministry. He/she shall be a continuing member of the board of directors. He/she shall have general management of the business of the ministry and general supervision of the other officers. He/she shall serve at all meetings of the board of directors and see that all orders and resolutions of the board are carried into effect, subject, however, to the right of the board to delegate to any other officer or officers of the ministry, any specific powers, other than those that may be conferred only upon the director. He/she shall execute, in the name of the ministry, all deeds, bonds, mortgages, contracts and other documents authorized by the board of directors. He/she shall be ex-officio, a member of all standing committees, and shall have the general powers and duties of supervision and management usually vested in the office of Director of a corporation. He/she shall be designated attorney-in-fact for the ministry by virtue of his office. He/she shall have the authority to appoint and approve any assistants that would be necessary to properly carry on the work of the Lord.
- b) The MEH Orphanage Director: He/she shall be responsible for the direct oversight of the care and ministry of the children of the MEH orphanage. He/she will take primary responsibility for the needs and care of all children having their home at MEH. He/She shall oversee all staff and exercise daily oversight in making decisions with the input of the on-site in country director. He/She will work closely with the Treasurer to pay all salaries at the orphanage and make sure all financial expenses are paid. The BOD of MEH shall be responsible for raising all funds to expense this ministry. He/She will co-lead all BOD meetings and will have the authority to make decisions in the absence of the Director with input from the BOD members when necessary...

- c) **The Secretary:** The secretary shall attend all sessions of the board held at the office of the ministry and act as clerk thereof and record all votes and the minutes of all proceedings in a book to be kept for that purpose. He/she shall give, or cause to be given, notice of meetings of the board of directors when notice is required to be given under these by-laws or by any resolution of the board. He/she shall have custody of the seal to all authorized documents requiring a seal, and in general perform the duties usually incident to the office of secretary, and such further duties as shall from time to time be prescribed by the board of directors or the director.
- d) **The treasurer:** The treasurer shall keep full and accurate account of the receipts and disbursements in books belonging to the ministry, and shall deposit all monies and other valuable effects in the name and to the credit of the ministry in such banks and depositories as may be designated by the board of directors, but shall not be personally liable for the safekeeping of funds or securities so deposited pursuant to the order of the board. He shall disburse the funds of the ministry as may be ordered by the board, and shall render to the director and board of directors at the regular meeting of the board, and whenever they may require, accounts of all transactions as treasurer and of the financial condition of the ministry. He shall perform the duties usually incident to the office of the treasurer and such other duties as may be prescribed by the board of directors or by the president.
- e) **Ministry Associate:** The ministry associate will be a full member of the ministry staff. He/she will have many administrative duties, but they are recognized as ministry staff and will be in a position to minister to members of staff and those associated with this ministry. He/she will be in charge of the daily administrative needs of the ministry. This includes correspondence, record keeping, ministry team arrangements, keeping records up to date and other needs assigned by the Director or BOD. He/she will also serve as a team leader on the mission trips in which he/she participates.
- f) **Delegating Powers to Other Officers:** In case of the absence of any officer of the ministry, or for any other reason that may seem sufficient to the board, the board of directors may delegate his duties and powers for the time being to any other officer, or to any member.

Article Seven Changes to the By Laws

Changes may be made to these by-laws by a two-thirds vote of the sitting members of the Board of Directors. The only article of the by-laws of The Mission Experience that is unalterable by any vote is Article four which contains the statement of beliefs.