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## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Subject: Trinity Deliverance Worship Center, Inc.  
(PROPOSED CORPORATE NAME-MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

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Filing Fee,  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

From: Dr. Juanita D. Parker, Pastor  
Name(Printed or typed)  
Post Office Box 43401  
Address  
Jacksonville, Florida 32203-3401  
City, State & Zip  
(904) 554-2851  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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Trinity Deliverance Worship Center, Inc.

# ***ARTICLES OF INCORPORATION FOR***

***Trinity Deliverance Worship  
Center, Inc.***

***Post Office Box 43401***

***Jacksonville, Florida***

***32205-3401***

***Email address:  
trinitydcenter@aol.com***

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Trinity Deliverance Worship Center, Inc.

In Compliance with Chapter 617, F.S., (Not for Profit)

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SECRETARY OF STATE

## **ARTICLE I**

### **Name**

**Section 1.1 Name.** *The name of this church shall be Trinity Deliverance Worship Center, Inc. hereinafter referred to as "TDWC". Trinity refers to the teaching that the one God comprises three distinct, eternally co-existing persons; the Father, the Son (incarnate in Jesus Christ), and the Holy Spirit.*

**Section 1.2 Definitions.** *The below listed bold terms shall have the following meanings for purposes of these by-laws.*

- A. **Trinity Deliverance Worship Center, Inc.** is herein defined as an inter-faith community based ministry referred to as the church in these by-laws.*
- B. **Officers-** are herein defined as Bishop, Elders, Pastor (s), Board of Trustees Chairman, Board of Deacons Chairman, Board of Deaconess Chairman, Secretary, Assistant Secretary.*
- C. **Church Council-** members of Trinity Deliverance Worship Center, Inc. in good standing is outlined in the Bylaws. Members who fail to attend worship service within a three-month period are not eligible to vote. (Medical care, employment relocation and military assignments are exceptions)*
- D. **Good standing-** is to maintain active membership by attending all scheduled meetings or provide a written reason for absentee. Satisfy obligations to include attend regular services and meet obligations to include time, talent and treasure.*
- E. **Quorum** is herein defined as majority vote for the Trinity Deliverance Worship Center, Inc. Church Council.*

**The terms of office** is herein defined as the length of time each member services in as an officer. A minimum of one-year commitment is upheld.



**Section 1.3. Initial Place of Business.**

*The initial place of business of the church shall be located at 1159-Day Avenue, Jacksonville, Florida 32205.*

**Section 1.4. Official Mailing Address.**

*The official mailing address of Trinity Deliverance Worship Center, Inc. shall be Post Office Box 43401. Jacksonville, Florida 32203-3401. The street address and mailing address of the registered office of the church shall be 1159 Day Avenue, Jacksonville, Florida 32205. The name of the Registered Agent/Registered Office is: Dr. Juanita D. Parker,  
Founder/Pastor-Overseer*

**Section 1.5. Period of Duration.**

*The term of this corporation is perpetual. (Acts of Synod 1997, p. 618) unless dissolved according to law.*

**ARTICLE II**

**Section 2.1. In the Event of Consensual Division**

*In the event that a majority of the members of this church consensually agree to divide this church, with the consent of the church council, into two (2) or more member churches of the Trinity Deliverance Worship Center, Inc, all real and personal property of this corporation shall be placed in Trust fund to support the missions ministry as a majority vote of the members determines in accordance with the provisions of para-graph B of Article II section 2.3 of these Articles of Incorporation and subject to review by church council/Board of Trustees.*

**Section 2.2 In the Event of Irreconcilable Division**

*In the event that the classis (or synod on appeal) determines that an irreconcilable division (schism) has occurred within this church, the confessing members of this church who, according to the exclusive determination of the classis (or synod on appeal), remain true to the purposes of this church as a member church of the Trinity Deliverance*

Trinity Deliverance Worship Center, Inc.

*Worship Center, Inc. and the principles of doctrine and ecclesiastical government outlined under Articles III of these Articles of Incorporation shall be the lawful congregation of this church and shall have the exclusive right to hold and enjoy the real and personal property of this church. Nothing in this Article II shall prevent the church council (or synod on appeal) from determining, in keeping with the scriptural injunction of I Corinthians 6, that more than one group of confessing members of this church are each a lawful congregation and from dividing the real and personal property between the groups of members as classis (or synod on appeal) may determine.*

**Section 2.3**

**POWERS OF THE BOARD AND MEMBERSHIP VOTING  
REQUIREMENTS**

*A. Except as provided under paragraphs B through D of this Article II 2.3 of these Articles of Incorporation, the board of trustees shall have the authority to bargain, sell, convey, mortgage, lease, or release any real estate belonging to the church; to erect and repair church buildings, parsonages, schoolhouses and other buildings for the direct and legitimate use of the church; and to fix the salary of anyone in its employment.*

*B. No purchase, sale or conveyance, mortgage, lease, or fixing of salaries shall occur under paragraph A of this Article II Section 2.3 of these Articles of Incorporation unless the affirmative vote of a majority of the members of the church council shall be first obtained at a meeting of the members present and entitled to vote. This meeting shall be specially called for that purpose by notice given for two successive Sundays at the usual place of meeting.*

*C. In the event of schism, the provisions of Article II, Section 2.3D shall control the disposition of any real or personal property, and this Article II shall not be effective.*

*D. No sale, mortgage, or conveyance shall be made of any gift, grant, donation, conveyance, or bequest which would be inconsistent with the*

Trinity Deliverance Worship Center, Inc.

*express terms or plain intent of the grant, donation, gift, conveyance, or bequest.*

**ARTICLE III**

**Purpose of the Church**

*Notwithstanding any other provision of these articles, Trinity Deliverance Worship Center, Inc. (church) is a nonprofit ecclesiastical corporation organized and operated exclusively for religious purposes within the meaning of Section 501 (c) (3) of the United States Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law) (the Code).*

*Trinity Deliverance Worship Center, Inc. (church) shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c) (3) of the Code or (b) by a corporation contributions to which are deductible under Section 170 (c) (2) of the Code. Trinity Deliverance Worship Center, Inc. (church) has not been formed for pecuniary profit or gain.*

*No part of the assets, income, or profit of Trinity Deliverance Worship Center, Inc. (church) shall inure to the benefit of its members, council members, or officers. However, Trinity Deliverance Worship Center, Inc. (church) shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article III.*

*No substantial part of the activities of Trinity Deliverance Worship Center, Inc. (church) shall be the carrying on of propaganda or otherwise attempting to influence legislation. Trinity Deliverance Worship Center, Inc. (church) shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.*

**Section 3.1 Fundamental Principle**

*Trinity Deliverance Worship Center, Inc. (church) recognizes the following as the fundamental principles of doctrine and government: (a) the Bible as*

Trinity Deliverance Worship Center, Inc.

*the inspired and infallible Word of God and the only rule for faith and life and (b) the formulas of Trinity Deliverance Center, namely, the Apostles' Creed (circa 700 AD). and any amendments or additions as the church council may adopt.*

**Apostles' Creed:**

*I believe in God the Father Almighty, Creator of Heaven and Earth. And in Jesus Christ, His only Son, our Lord: Who was conceived by the Holy Spirit, Born of the Virgin Mary, Suffered under Pontius Pilate, Was crucified, died, and was buried; He descended into Hell. On the third day he rose again from the dead. He ascended into Heaven, And is seated at the right hand of God the Father Almighty. From thence he shall come to judge the living and the dead: I believe in the Holy Spirit, The Church Universal; The Communion of Saints, The forgiveness of sins, The resurrection of the body, And the life everlasting. Amen.*

Belief: Trinity Deliverance Worship Center, Inc. (church) belief is in God the Father, Jesus Christ as the Son of God and the Holy Spirit which doctrine is Protestantism.

Ministry: To minister to the needs of others to include the following:

- a. To provide a holistic approach to ministering to the entire family promoting total wellness of spiritual, mental, emotional and physical.
- b. To provide a Mind, Body and Soul Experience through preaching the gospel and teaching of the word of God (The Bible).
- c. To provide an environment which promotes individual growth: Feed the mind with knowledge; Feed the body with exercise and Feed the soul with the word.
- d. To provide Education and Awareness information that addresses various health topics, including but not limited to Diabetes, Heart Disease, Cancer, High Blood Pressure, Smoking, Infant Mortality, Women Wellness, Youth Development, Community Mobilization and Family enrichment services. Provide annual health fairs to promote wellness and identification of community resources.

Trinity Deliverance Worship Center, Inc.

- e. To work in conjunction with Jp Expression Ministries, Inc, our sister agency to provide in the areas of: support health awareness, education, prevention, patient care follow-up, linkage, skill development, mentoring, information and referral, tracking and intensive follow-up, transitional housing and client advocacy services.
- f. To develop ministries to address the total wellness of Trinity membership as outlined in the church BYLAWS.
- g. To Labor for the lord through outreach and wellness programs:
  - 1. Feeding the hungry
  - 2. Clothing the naked
  - 3. Housing the homeless
  - 4. Providing job skills and placement for the jobless
  - 5. Administering to the needs of families with special emphasis placed on women, orphans and children regardless to their disability. Provide outreach to the following setting:
    - i. Caring for the sick and shut in
    - ii. Community Hospices
    - iii. Homeless shelters
    - iv. Hospitals
    - v. Mental institutions
    - vi. Nursing homes
    - vii. Prisons
    - viii. Schools and higher learning institutions
    - ix. Senior citizen' homes
    - x. Shelters
    - xi. Street outreach
- h. To provide Youth Ministry- to serve at risk youth and their families with major focus on employability skills, job development, High school completion, drop out prevention, Tutoring services, Substance abuse prevention, Parent prevention and STD/ HIV prevention and intervention services.
- i. To make grants, gifts, payments, contributions in money or otherwise, for use exclusively for charitable, scientific, literary, civic or educational purposes, or for the prevention of cruelty to individuals (children, women, elderly) or to animals, or to assist such purposes in any other manner;

Trinity Deliverance Worship Center, Inc.

- j. *To do whatever is deemed necessary, useful, or conducive, directly or indirectly, to carry out any of the purposes of the church and to exercise all other authority enjoyed by corporations generally by virtue of the provisions of Chapter 617, Florida Statutes.*

*All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such a manner that the Corporation will qualify as an exempt church under section 501 (c) (3) of the Internal Revenue code of 1986 or the corresponding provision of any future United States Internal Revenue laws.*

**Section 3.2 Mission.**

*Our mission is to provide a place of worship, fellowship and provide for God's children. We minister to whole person including spiritual, intellectual, physical, emotional and environmental needs by spreading the gospel through word, actions and deed. To hold true to the Holy Spirit, the church universal and the communion of saints.*

**Section 3.3 Principles**

- a. *Our relationship between our families, community and staff is established and strengthen by mutual respect and trust.*
- b. *We view Trinity Deliverance Worship Center, Inc. families as part of our community and neighborhood.*
- c. *We build on the resources and strengths within our community.*
- d. *We realize our mission will evolve over a period of time.*

**ARTICLE IV**  
**BOARD OF TRUSTEES**

**Section 4.1. Qualifications and Function.**

*Trustees shall be a person who is 18 years of age or older, the majority of whom shall be elected by the full body in accordance with the voting guidelines.*

Trinity Deliverance Worship Center, Inc.

- a. *Willingness to actively participate in the implementation of Trinity Deliverance Worship Center, Inc. (church) that addresses needs as identified in these Bylaws.*
- b. *Participate in local church council by participating in monthly, quarterly and annual planning meetings.*
- c. *In Good standing as outlined in Article 1:2 D*

**Section 4.2. Number.**

*Trinity Deliverance Worship Center, Inc. (church) shall be comprised of at least (7) members (including the Chair and Vice Chair) and no more than (15) members, all of whom shall be individual representing ethnically diverse. They are members of the church council and is in good standing as outlined in Article 1 board should never be less than (the initial Board of Trustees as stated in the Articles of Incorporation) seven.*

*Each Trustee shall inform the Secretary in writing if he/she is absence from regular, special or annual meetings of the Board of Trustees. Board should consist of the following categories:*

**a. Executive**

- o Bishop
- o Elder(s)
- o Pastor

**b. Administrative**

- o Chairman Board of Trustees
- o Church Secretary
- o Treasurer

**c. Missions**

- o Chairman Board of Deacons
- o Youth Minister
- o Minister of Mission

**Section 4.3. Initial Term Assignments.**

*Trustees shall be classified in respect to the time for which they shall severally hold office by dividing them into three classes, each class*

consisting of one-third of the whole number of the Board. Trustees of the first class shall be elected for a term of one year; and Trustee of the second class shall be elected for a term of two years. Trustees shall serve terms of three years unless re-appointed by the Membership. When a Trustee term expires, the Memberships will submit recommendation for replacement to the Pastor and pastor will forward the recommendation to the Board of Trustees for consideration.

There shall be staggered terms of office for Trustee. The purpose of the system of staggered terms is to have one-third of the Board appointed or re-appointed each year by the remaining members of the Board. The system for staggered terms of office shall be implemented as follows. At the meeting of the Board of Trustees at which these by-laws are adopted, there shall be drawing of lots in order to determine the initial terms of the Trustee. After the drawing of lots, one-third of the board members shall have one year, one-third shall have two years, and one-third shall have three years. If the number of board seats does not evenly divide into thirds, the number of board members serving one year shall be reduced.

The drawing of lots shall be done as follows. There shall be pieces of paper prepared equaling the number of board seats. On each piece of paper shall be written one of the following three numbers: "1", "2" or "3". The papers shall then be folded and placed in a ballot box and then the drawing shall take place. Each board member shall be shown the results of the drawing.

#### **Section 4.4. Election After Initial Term Assignments.**

Upon completion of the initial assignment of terms, all board members shall serve three-year terms. Board members whose terms expire shall continue serving until they are recommended for reappoint by the reappointment nomination/recruitment committee and confirmed by the full body. They will serve until their successor(s) is/are chosen, at each annual meeting. The successors to the Trustees of the class whose term shall expire in that year shall be elected by the Board of Trustees to hold office for the term of three years. This is done so that the term of one class of Trustees shall expire in each year.

In case of any increase in the number of Trustees, additional Director positions shall be designated by the in-office Trustees. After designation



*(s), one-third of such additional Trustees shall be each elected for the un-expired portions of one-year terms, un-expired portions of two- year terms and un-expired portions of three- year terms. This will provide for each class of Trustees to increase equally.*

*Each Trustee shall hold office for the term for which he/she has been elected and until his/her successor have been elected. At any meeting, a director membership may be filled by a new Trustee when a vacancy is created by the death, ineligibility or resignation of any Membership Entity Director. Any new Trustee appointed to fill a vacancy shall hold office for the expired term of his predecessor and until his or her successor shall have been elected. The founder or designated representative will always hold a seat on the board when she is not assigned as the pastor of TDWC.*

#### **Section 4.5. Removal of Trustees.**

*Any Board member may be removed from office by a vote of Board of Trustees when he or she misses two regular meetings in secession in a fiscal year.*

#### **Section 4.6. Vacancies.**

*Resignations of Trustees shall become effective immediately or on the date specified therein and vacancies will be deemed to exist as of such effective date. Any vacancies on the Board of Trustees resulting from the removal or that resignation of a Board member a replacement shall be recommended by the Membership committee to the full body for consideration. Such Director shall serve for the remainder of term of the Trusteeship so vacated. The minutes of the board meeting where the vacancy is filled shall specify the remaining length of the term that is being filled.*

#### **Section 4.7 Place of Trustee's Meetings.**

*Meetings of the Board of Trustees, regular or special, will be held at the primary place of business for this church or at any other place within the State of Florida as provided or such place or places as the Board of Trustees may designate by resolution duly adopted.*

**Section 4.8. Regular Meeting.**

*The Board of Trustees shall meet quarterly prior to the church quarterly conference to conduct regular business and prepare reports to the full church council. Should there be no business to be addressed by the board, the Chair may postpone or cancel a scheduled meeting with the advances written approval of the executive committee.*

**Section 4.9. Special Meetings.**

*Special meetings of the Board of Trustees may be called by the Chair when needed to conduct business between regular meetings or upon written request of not less than five (5) Trustees. Such request shall give the desired date, time, place and a summary of the purposes (s), proposal(s) or business intended to be brought before the meeting. A special meeting may be held at any place within the City of Jacksonville, Florida as the Chair may determine.*

*Notice of special meeting shall be given to each Board member at least forty-eight hours prior to such meetings with the exception of special meetings held to amend the Articles of Incorporation or By-laws or to remove a Trustee from office for other than is provided for in Section 3.5, a written notice of at least five (5) days shall be required.*

*Notice of any special meeting of the Board of Trustees shall give the date, time, place and summary of purpose(s), proposal(s) or business intended to be brought before the meeting. Special meeting announcement shall be given by written notice, delivered personally or sent by mail, telegram or facsimile to each Trustee at his/her address as shown by the records of the corporation. If mailed such notice shall be deemed to be delivered when deposited in the United States mail in sealed envelope and addressed with postage thereon prepaid. If notice were given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. If notice is given by facsimile or electronic mail is confirmed to have been received by the Trustee's machine.*

**Section 4.10. Annual Meeting.**

*An annual meeting of the Board of Trustees shall be held, with written notice given in accord with State law and these by-laws. Unless otherwise*

Trinity Deliverance Worship Center, Inc.

*provided by written notice, the annual meeting shall be held on the second Wednesday of January in each year at the hour of six (6) o'clock PM. The purpose of the annual meeting shall be to report and ratify new or re-appointed Trustees to the Board, to witness election of officers of the Board to include church council officers, and to transact such other business as may come before the Board. Unless otherwise provided by written notice.*

**Section 4.11. Attendance.**

*The Secretary shall record attendance at all board meetings.*

**Section 4.12. Agenda.**

*The Chair with the input of the Pastor, full body and executive committee shall determine each board meeting agenda.*

**Section 4.13. Action by Trustees without a Meeting.**

*Unless these by-laws provide otherwise, an action by the Board of Trustees or Executive Committee without a meeting shall be the same as an action taken at either a regular or special Board of Trustees or Executive Committee meeting, provided the action taken is evidenced and signed by all Trustees of the Board or all members of the Executive Committee. Each such action shall be evidenced by one or more consents describing the action, and recorded by the Secretary.*

*An action taken under this Section is effective when the last Trustee signs the consent, unless the consent specifies a difference effective date. A consent signed pursuant to the provisions of this Section has the same effect as an action taken and affirmed by vote at a Board of Trustees or Executive Committee meeting and may be so described as such in any document.*

**Section 4.14. Waiver of Notice.**

*Attendance by a Trustee at any meeting of the Board constitutes a waiver of meeting notice of such meeting except where a Trustee attends the meeting for the expressed purpose of at the beginning of the meeting*

Trinity Deliverance Worship Center, Inc.

objecting to the transaction of business because the meeting was not lawfully called or convened.

**Section 4.15 Quorum.**

A majority of the present Trustee(s) (not counting vacancies) shall constitute a quorum for the conduct of business. At a Board meeting where a quorum is present, a majority vote of the Trustee attending shall constitute an act of the Board unless a greater number is required by the Articles of Incorporation or any provision of these by-laws. The act of the majority of the Board of Trustees at a meeting at which a quorum is present shall be the act of the Board of Trustees, except where otherwise provided by law or by these by-laws.

**Section 4.16. Self Dealing.**

No Trustee shall use confidential information gained by reason of being a member of the Board of Trustees for personal gain to the detriment of the Corporation. Any Trustee who so abuses confidential information shall be removed from the Board by a majority vote of the Board of Trustees at a meeting wherein prior notice of the proposed removal has been given to each Trustee.

**ARTICLE V**

**Section 5.1. Number and Title.**

The Board of Trustees shall have seven (7) officers; those officers shall be a Chair of the Board of Trustees, Vice-Chair, Secretary, Treasurer, Assistant Secretary and such other officers as may be elected in accordance with the provisions of this article. The Board of Trustees may elect or appoint such other officers, as it shall deem necessary. Such additional officers shall have the authority and perform the duties prescribed from time to time by the Board of Trustees.

**Section 5.2. Election and Term of Office.**

*All officers shall be elected each year to serve a one-year term. Any officer may succeed him/herself in the same office for a maximum of three terms. The Board of Trustees shall elect officers at the January meeting or as soon as practical thereafter. Officers shall remain in office until their successor has been selected.*

**Section 5.3. Removal.**

*The Board of Trustees may remove any officer elected whenever in their judgment the best interests of the Corporation will be served. Such removal however, will be without prejudice to any contract rights of the officer so removed.*

**Section 5.4. Chair.**

*The Board of Trustees shall elect the Chair annually. He/she shall provide direction, have personal responsibility for this church image and be the official representative and spokesperson for resources development.*

**Section 5.5. Vice Chair.**

*The Church's Board of Trustees shall elect the Vice- Chair annually. The Vice Chair shall act in place of the Chair in the event of Chair's absence, inability or refusal to act and shall exercise and discharge such other duties and responsibilities which may be assigned by the Chair. When acting in place of the Chair, the Vice -Chair shall have the same authority and responsibilities as listed above for the Chair. Additionally, the Vice Chair shall have general direction and oversight responsibility for the operations of Standing Committees, the Nominating Committee, and Ad-hoc Committees and be their official link with the Treasurer.*

**Section 5.6. Secretary.**

*The Secretary shall keep the minutes of all annual regular and special Board of Trustees and Executive Committee meetings; shall be the custodian of Trinity Deliverance Worship Center, Inc. (including Standing, Nominating and Other Committees Not Having authority meetings) records; shall give all notices as are required by law and these by-laws; shall*

Trinity Deliverance Worship Center, Inc.

*generally perform all duties incident to the Office of Secretary and such other duties as may be required by law, the Articles of Incorporation, these by-laws, or which may be assigned by Board of Trustees. If funds are secured, this position will be a paid position.*

**Section 5.7. Treasurer.**

*The Treasurer shall have charge and custody of all funds of this Church; shall oversee and supervise the financial business of the Church; sign contract and grants; shall render reports and accounting to the Trustees and others as required by law, the Articles of Incorporation, these by-laws, or which may be assigned by Board of Trustees.*

**Section 5.8. Assistant Secretary.**

*The Assistant Secretary shall act in place of the Secretary in the event of his/her absence, inability or refusal to act and shall exercise and discharge such other duties as may be required by the Board. When acting in the absence of the Secretary, the Assistant Secretary shall have the duty, authority and responsibility to perform all duties listed above as well as assigned duties that are incident to the Office of Secretary.*

*Additionally, the Assistant Secretary shall keep the minutes of all meetings of Standing Committees, the Nominating Committee, Other Committees Not Having Authority shall be the Assistant Custodian of Trinity Deliverance Worship Center, Inc. and Committee records; shall give all notices of Committee (excluding Executive Committee) meetings as are required by law and by these by-laws; and shall generally perform all duties incident to the Office of Assistant Secretary and such other duties as may required by law, the Articles of Incorporation, these by-laws, or which may be assigned by Board of Trustees. The Assistant Secretary shall be the written communication link with the Pastor regarding Committee meetings.*

**Section 5.9. Pastor.**

*The Pastor shall serve at the pleasure of the Board of Trustees for such compensation as indicted by the approved church pay scale. The Pastor must have earned a Master's Degree from an approved seminary. The board chair and the chair of the finance committee must approve salary*

Trinity Deliverance Worship Center, Inc.

*recommendation outside of the pay scale. Treasurer shall have both general and day-to-day responsibility for Trinity Deliverance Worship Center, Inc. operations and for implementation of the board policy. Pastor is authorized to negotiate, sign all program contracts, secure loan as needed to meet program guidelines. (Purchases may include but is not limited to: Automobile, van, property and/or equipment). The Pastor shall be the official representative and spokesperson for the board. The Pastor shall have the additional responsibility of functioning as scribe for all annual, regular and special Board of Trustees meetings.*

*The Pastor shall comply with and submit to the Board of Trustees such reports, analyses, statistics, plans and other information as may be required. For presentation at each regular and the annual meetings and as may be assigned by the Board, the Pastor shall prepare and assist the Budget and Finance Committee prepare Church operating budgets, budget changes and up-dates as well as special programs, projects and annual budgets*

*The Pastor shall prepare and submit to the Board of Trustees the Annual Report covering the operations of all departments of the church for the previous year. The Pastor shall provide staff support to the Board of Trustees, Executive Committee, all Standing Committees, Nominating and Other Committees.*

**ARTICLE VI**  
**Committees**

**Section 6.1. Executive Committee.**

*Shall consist of the chair, vice – chair, Treasurer, secretary and all chairperson of standing committee. The Executive Committee may be convened by Chair or the Church Council to take action on time sensitive issues that make it impractical to convene the full body.*

*To amend Articles of Incorporation or By-laws or to remove a Trustee from office for other than missing two consecutive regular meetings held to*

*amend Articles of Incorporation or By-laws or to remove a Trustee from office for other than missing two consecutive regular meetings.*

*The Pastor or Executive Committee considerations and/or actions shall have the same authority as the full Board of Trustees in considering and/or acting on the affairs of the Corporation and matters of an emergency brought before the Corporation, provided however that the authority herein conferred upon the Executive Committee shall not operate to relieve the full Board of Trustees or any individual Trustee of any responsibility imposed upon it or him/her under law or by these by-laws.*

**Section 6.2. Standing Committees.**

*There shall be five Standing Committees the titles of those committees are, Budget and Finance; Personnel and Resources Development; Research and Evaluation; Planning and Operations; and Training Committees.*

*The Chairperson, Vice-Chairperson and three (3) members of each Standing Committee shall be members of the Board of Trustees to be appointed by Chair, confirmed by the Pastor and operate under guidelines provided by the Board of Trustees. Each Standing Committee Chairperson shall be a member of the Executive Committee.*

**Section 6.2 a. Youth and Parent Council.**

*To develop recommendation to address the issues of youth and children church.*

**Section 6.2: b. Trinity Deliverance Worship Center, Inc. Church Council.**

*To provide oversight to the ministry. Seek funding and recommend program development to meet the needs of the church and community. Council will consist of representation from the following categories:*

- Family
- Healthcare
- Men
- Women
- Youth



Trinity Deliverance Worship Center, Inc.

*This council will meet monthly and report to the board.*

**Section 6.2.c. Budget and Finance Committee.**

*The Budget and Finance Committee shall consist of five (5) persons of who shall be members of the Board of Trustees including Treasurer of the Church.*

*The Budget and Finance committee shall forward to the Board of Trustees an annual budget including appropriate amendments; make recommendations regarding Trinity Deliverance Worship Center, Inc., programs and projects budget changes and updates; make recommendations regarding Trinity Deliverance Worship Center, Inc. operating budget, Trinity Deliverance Worship Center, Inc. finance, loans and investments policy.*

**Section 6.2.d. Personnel and Resources Development Committee.**

*The Personnel and Resource Development Committee shall consist of five (5) persons of whom shall be members of the Board of Trustees or Church council.*

*The Personnel and Resources Development Committee shall make recommendations to the Board regarding policies and practices governing conditions under which Trinity Deliverance Worship Center, Inc. employees and contractors are hired and compensated as well as matters dealing with personnel practices. Additionally, the Committee shall be responsible for marketing, planned promotion, sales and support of annual Trinity Deliverance Worship Center, Inc. programs as well as housing, economic development, supportive services and other Board approved projects. It shall develop and conduct semi-annual and annual campaigns purposed to solicit funds and/or resources to conduct research and implement demonstration projects.*

**Section 6.5.e. Planning and Operations Committee.**

*The Planning and Operations Committee shall consist of up to five (5) persons of whom shall be members of the Board of Trustees or Church council including Vice Chair of Budget and Finance, Treasurer and Vice Chair.*

Trinity Deliverance Worship Center, Inc.

*The Committee shall develop and market both strategic and long-term plans; plan and implement transactional housing development, Section 3 economic development and neighborhood economic growth initiatives; interact with State and local agencies involved with planning, managing and/or modifying target area economic growth strategies so as to be aware of likely benefits and consequences of that growth strategies so as to be aware of likely benefits and consequences of that growth on targeted areas; be constantly aware of and seeking opportunities to increase in the targeted area home ownerships, affordable housing units, target area economic growth and family self sufficiency.*

*Additionally, the Committee shall recommend Church policy relating to planning, designing, packing, marketing, coordinating, reviewing, approving, implementing, operating and reporting progress of public or private activity or series of activities designed to develop and/or operate affordable sale and rental real estate, capital improvements, facilitate urban and target area economic development, recycle a portion of increased revenues back into the target area, and increase target area residents earned incomes so as to systematically move persons and households from dependency to family self sufficiency.*

**Section 6.2.f Research and Evaluation Committee.**

*The Research and Evaluation Committee shall consist of up to five (5) persons of whom shall be members of the Board of Trustees or Church council.*

*The Committee shall identify initiatives and demonstration projects purposed to improve the quality of life, move consumers from dependency to family self-sufficiency; and increase low income and public housing residents' employment. Additionally, the Committee shall at least semi-annually evaluate, summarize and report findings to the Board and general public related to research goals and/or tasks accomplishments. Jp*  
~~*Expression will take the lead on this committee and Board of Trustees will provide oversight.*~~

**Section 6.3. Membership Committee.**

*Appointed by the Chair, the Membership Committee shall consist of five persons all of whom shall be members of the Board of Trustees. The*

*Committee shall prepare a single slate of candidates for all offices of the Board. The committee shall post such slate in the office of the Pastor no later than thirty (30) days prior to the date of the regular meeting. The Pastor's administrative assistant shall mail a copy of said slate to all officers and Trustees within five (5) days after receiving it. The Nominating Committee shall report its nominated candidate findings at the December Board meeting.*

*Any member from the floor may nominate other candidates for any office on the Board of Trustees.*

**Section 6.4. Ad hoc Committees.**

*The Chair or Pastor may designate ad hoc Committees from time to time.*

**Section 6.5 Terms of Office.**

*Each member of a committee shall continue as a member until the next annual meeting of the Board of Trustees and until his/her successor is appointed; unless the Committee shall be sooner terminated or such member be removed from the Committee or such member shall cease to qualify as a member thereof. Vacancies in Committee membership may be filled by appointment made in the same manner as provided by the original appointment.*

**Section 6.6. Quorum.** *Unless otherwise provided in Resolution of the Board of Trustees designating the committee, a majority of the full committee shall constitute a quorum; an act of the majority of Committee members present at a meeting in which a quorum is present shall be a Committee act, except where otherwise provided by law.*

**Section 6.7. Rules.**

*The Board of Trustees shall provide each Committee a set of guidelines.*

**Section 6.8. Reports.**

*The Chairperson of each standing committee shall report at each Board meeting, and the Pastor's administrative assistant shall prepare a written*

annual report of the preceding fiscal year. The Chair to the Board of Trustees shall submit the written annual report at the April meeting.

## **ARTICLE VII Contracts, Loans, Checks, Deposits and Funds**

### **Section 7.1. Contracts, Promissory Notes, Leases.**

The Board of Trustees or Pastor may authorize any officer or officers, agent or agents of the Church, in addition to the officers so authorized by these by-laws, to enter into contract, promissory note, lease or execute and deliver any instrument in the name of and on behalf of the Church and such authority may be general or confined to specific instances. Contracts, promissory notes, leases or other instruments executed in the name of the Church shall be signed by the Treasurer and countersigned by one of the following: (Chairman of Trustees; secretary or pastor). None of the above named instruments shall be valid unless it is authorized or rectified by a properly adopted Resolution of the Board of Trustees.

### **Section 7.2. Loans.**

No loans shall be contracted on behalf of the church, and no evidence of indebtedness shall be issued in the name of the church unless specifically authorized by the Pastor/Founder or by a resolution of the Board of Trustees. Such authority may be either general and remain operative until withdrawn by a resolution of the Board of Trustees or specific and confined by time and/or limited to specific instances.

### **Section 7.3. Checks, Drafts and Other Orders for Payment.**

All checks, drafts or other orders for payment of money notes or other evidences of indebtedness issued in the name of the Trinity Deliverance Worship Center, Inc. shall be signed by the Treasurer and countersigned by one of the following: (Chairman of Trustees; secretary or pastor). The Pastor is authorized to sign when the Treasurer Office is vacant.

### **Section 7.4. Deposits.**

Trinity Deliverance Worship Center, Inc.

*All funds of Trinity Deliverance Worship Center, Inc. shall be deposited at least three days from the date received to the credit of Trinity Deliverance Worship Center, Inc. in such banks, trust companies or other depositories as the Board of Trustees may select.*

**Section 7.5. Bank Accounts.**

*Bank accounts of each of the individual units will be opened by the officers of the board at such banks as they deem desirable, and the same officers of the Trinity Deliverance Worship Center, Inc. who are from time to time authorized to withdraw funds with respect to the account of Trinity Deliverance Worship Center, Inc. at a FDIC approved Bank in Jacksonville, Florida be and hereby are authorized to withdraw funds from the accounts so establish at such bank.*

**Section 6.6. Special and General Funds.**

*The funds of Trinity Deliverance Worship Center, Inc. shall be divided into special funds and general funds. Special funds shall include all donations, gifts, legacies, devises, endowments, and other contributions for special purposes, funds earmarked for designated operating entities or services and shall be used solely for the purpose as designated or specified. All other funds shall be designated as general funds of Trinity Deliverance Worship Center, Inc.*

**ARTICLE VIII Books and Records**

**Section 8.1. Maintenance of Books and Records.**

*Trinity Deliverance Worship Center, Inc. shall keep correct and complete original or certified copy of Trinity Deliverance Worship Center, Inc.'s Articles of Incorporation and By-laws including amendments; all of which shall be dated and certified by the Secretary of Trinity Deliverance Worship Center, Inc. Trinity Deliverance Worship Center, Inc. shall keep correct and complete books and records of accounts and minutes of the proceedings of its Board of Trustees and Executive Committee meetings. Trinity Deliverance Worship Center, Inc. shall also keep at the principal place of business office a record giving the name and address of all*

*Trustees and officers of this church and showing classes and other details of Board members, officers and staff.*

**Section 8.2. Inspection of Books and Records.**

*Any member of the Board of Trustees, Executive Committee or attorney may inspect all books and records of this church for any proper purpose at any reasonable time on written demand under oath stating such purpose.*

**ARTICLE IX Conflict of Interest**

**Section 9.1 Conflict of Interest.**

*In conducting all business the board shall act in accordance with all local and state laws pertaining to conflicts of interest. In order to safeguard the board's recommendations from potential conflict of interest, each members shall disclose any and all professional and/or personal affiliations with agencies that may conduct business with this church. Each member shall complete all membership documentation annually and prior to any participation of the member in discussion, debate, or vote regarding any business before the board. All membership documentation shall be kept on file with the Church Council. A review of the conflict of interest policy and procedures shall be conducted during at least one meeting of the board in each calendar year. The Church Council shall develop and update annually or as needed a conflict of interest policy and procedures and distribute to all board member. The Personnel and Resource Development Committee shall review potential conflicts of interest on a case-by-case basis.*

~~*A conflict of interest occurs when a board member knowingly takes action or makes a statement intended to influence the conduct of the board in such a way as to confer any financial benefit on the member, family member(s), or on any church in which he/she is an employee or has a significant interest. A board member who also serves as a director, trustee, or other salaried employee, or otherwise materially benefits from association with any agency that might benefit from the priority*~~

*recommendation of the board is deemed to have an "interest" in said agency or agencies.*

*For any business that might come before the board, each member should have no agency affiliation or interest that would compromise or have undue influence regarding the member objectivity regarding assessments of existing resources, examinations of community needs and prioritization of said needs, and evaluating the board activities.*

**Section 9.1.2 Conflict of Interest Policy.**

*The Church Council shall develop and publish policies and procedures regarding conflict of interest. Said policies and procedures shall be developed in order to safeguard the board's recommendations and action from potential conflict of interest.*

**Section 9.1.3 Disclosure Statement Form.**

*In order to further safeguard the board's recommendations from possible conflict of interest, each member shall disclose any and all professional and/or personal affiliations with faith based church that may pursue funding through grant process. All board members are required to complete the Conflict of Interest Disclosure form and submit prior to participating in any business of the board. All Disclosure forms shall be kept on file with the church council secretary.*

**Section 9.1.4 Conflict of Interest Review.**

*All actual or potential conflicts of interest shall be addressed in the following manner:*

- 1. Any member, upon recognizing a potential conflict of interest, may request a review of the potential conflict by the Ad hoc Conflict Resolution Committee, and should voluntarily excuse him/herself from all discussion, debate, or vote for which a potential conflict of interest exists until such time as the review of the potential conflict is completed.*

Trinity Deliverance Worship Center, Inc.

2. *Any member, upon recognizing an actual conflict of interest, may voluntarily excuse him/herself from all discussion, debate, or vote for which a conflict of interest exist.*
3. *Any member upon suspicion of a potential conflict of interest by another member should first approach said member regarding the concerns. Such approaches should be presented and interpreted by all members as a concern for the integrity of the decisions of the board, and not as a personal or professional attack of one member. If a conflict of interest is identified, the member or alternate with the conflict of interest shall voluntarily excuse her/himself from all discussions, debate or vote for which a conflict of interest exists.*
4. *In the event that a concern about a potential conflict of interest has been presented to a member and a successful resolve cannot be reached, any member of the board may initiate a review of the potential conflict of interest by the Ad hoc Conflict Resolution workgroup. The member for whom a potential conflict exists may not participate in any discussion, debate, or vote on the area of potential conflict until the review is completed. If a conflict of interest is identified, the member with the conflict of interest shall voluntarily excuse him/herself from all discussions, debate or vote that a conflict of interest exists.*
5. *Failure to excuse oneself from any and all business relating to an identified conflict of interest may result in the suspension or removal of a member from the board. Suspended or removed members will be replaces by appointed trustee.*

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**ARTICLE X**  
**Grievance Procedures**

*Any person or entity may address a grievance to the Grievance Committee or to any member of the Executive Committee who will inform the chair and vice-chair of the complaint.*

*The grievance will be prepared in written detail and presented to the Grievance Committee Chair or Vice-Chair. If requested, the Grievance*



Trinity Deliverance Worship Center, Inc.

*Committee will be available for assistance to parties for whom the preparation of a written grievance with grievance would present hardship.*

*The Grievance Committee will investigate the grievance, take action where necessary, and report back to the grievant in written form the outcome of the investigation within seven days from the date of the complaint.*

*If the Grievance Committee does not resolve a grievance, the grievant may request a hearing before the full body. The decision of the full body is final.*

*After a grievance is resolved, the Grievance Committee will forward it to the board Chair and Vice-Chair to assess of a clarification in the bylaws or other policies or procedures is applicable.*

*They also, take action where necessary, and report back to the grievant in written form the outcome of the investigation as soon as possible*

**ARTICLE XI**  
**Fiscal Year**

*The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December in each year.*

**ARTICLE XII**     **Waiver of Notice and Action by Consent**

**Section 12.1. Waiver of Notice.**

*Whenever any notice is required to be given under the provisions of the General Not-for-Profit Act of the State of Florida or under the provisions of the Articles of Incorporation or by the by-laws of the Church, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein shall be deemed equivalent to the giving of such notice.*

**Section 12.2. Action by Consent.**

*Any action required under the provisions of the General Not-for-Profit church Act of the State of Florida or under provisions of the Articles*

*Incorporation and/or by-laws of the Church or which otherwise may be taken at a meeting of the Board of Trustees may be taken without such a meeting providing a consent in writing setting forth the action is so taken and is signed by all of the persons entitled to vote with respect to the subject matter of such consent or by all Trustees currently in office and filed with the Secretary in the Church.*

### **ARTICLE XIII**

#### **Amendments to these By-Laws**

*These by-laws may be altered, amended or repealed and new by-laws adopted by a majority of the Trustees present at any regular meeting or at any special meeting, provided that at least five (5) days written notice is given of intention to alter, amend, repeal or adopt new by-laws at such meeting.*

### **ARTICLE XIV**

#### **Indemnification**

*Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he/she is or was a Director or Officer of the corporation shall be indemnified by the Church against any and all liability and the reasonable expenses, including attorney's fees and disbursements incurred by him/her (or by his/her heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to proceeding that such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.*

### **ARTICLE XV**

#### **Non-discrimination**

*The Trustees, officers, committee members and employees of as well as persons and entities served and/or assisted by the Church shall be selected entirely on a non-discriminatory basis with respect to age, sex, race, religion and national origin.*

Trinity Deliverance Worship Center, Inc.

**Article XVI**  
**Ratification**

These bylaws shall go into effect upon consensus or a majority vote of the Board of Trustees.

**Article XVII**  
**17.1 INITIAL OFFICERS AND/OR DIRECTORS.**

	<b>Name and Title</b>	<b>Address</b>	<b>Telephone</b>
1	Dr. Juanita D. Parker (Founder-Pastor/Overseer)	1159 Day Avenue Jacksonville, Fl 32205	(904) 554-2851

**Trustee Board**

	<b>Name and Title</b>	<b>Address</b>	<b>Telephone</b>
1	Terra Daniels Parker (Trustee)	331 Maidstone Road Irmo, SC 29063	(803) 238-0599
2	Wendy Russ (Trustee -Youth Director)	233 East 12 <sup>th</sup> Street Jacksonville, Florida	(904) 418-4787
3	Mary Peek (Trustee -Chairman of Deaconess)	233 East 12 <sup>th</sup> Street Jacksonville, Florida	(904) 444-0694
4	Carolyn Parker (Trustee -Chairman Adult Ministry)	3310 Deason Avenue Jacksonville, Fl	(904) 554-1665
5	Hattie Cason (Trustee -Chairman of Missionary)	2566 Lewis Street Jacksonville, Fl	(904) 828-9617
6	Kayonta Collins (Secretary)	6303 Pine Summit Drive Jacksonville, Fl 32211	(904) 314-8021
7	Barbara Joan Dozier	3350 Hunt Street Jacksonville, Florida 32254	(904) 370-9070

**Section 17.2 Registered Agent**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designed in this certificate, I hereby accept the appointment as registered agent and agree to act in this

Trinity Deliverance Worship Center, Inc.

capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Certificate of Designation

Registered Agent/Registered Office

Pursuant to the provision of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida

The name of the corporation is: Trinity Deliverance Worship Center, Inc.

The name and address of the registered agent and office is:

(Register Agent)

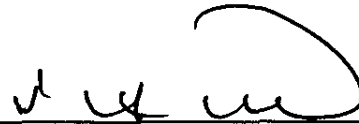
Dr. Juanita D. Parker

(Address)

1159 Day Avenue

Jacksonville, Florida 32205

Signature



(Corporate Officer)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2010 MAY -6 P 2:51

FILED

By-laws were approved and adopted on April 12, 2010.

Review date January 2011

Second Wednesday-Annual Church Council

Trinity Deliverance Worship Center, Inc.

The name and address of each incorporator is:

(Register Agent)

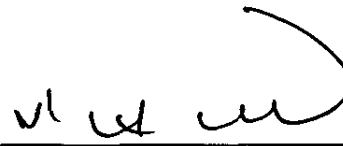
Dr. Juanita D. Parker

(Address)

1159 Day Avenue

Jacksonville, Florida 32205

Signature



(Incorporate Officer)

In WITNESS WHEREOF the undersigned incorporator have executed  
theses

Articles of Incorporation this 4th day of May, 2010.

STATE OF FLORIDA  
COUNTY OF DUVAL

THE FOREGOING instrument was acknowledged and sworn to before me  
this

4th day of MAY, 2010, by JUANITA D. PARKER

  
Notary Public

My Commission Expires: 04/23/2012

