

AMENDMENT TO CHARTER OF INCORPORATION

At a meeting of the General Assembly of the CHURCH OF GOD IN CHRIST, and in Constitutional Convention duly called and held at the office of said Corporation in Memphis, Tennessee, on the 2nd day of February, 1968, the following resolution was adopted:

WHEREAS, THE Constitution and By-Laws of the Church Of God In Christ have not been amended, modified, or supplemented since December 5, 1952; and

WHEREAS, it is claimed from time to time that the Constitution has been altered by virtue of custom, usage, and practice; and

WHEREAS, since 1952, the Church Of God In Christ has witnessed the demise of its Chief Apostle, Founder, and Senior Bishop, C. H. Mason; and

WHEREAS, the 1952 Constitution in Article 7 thereof provided that Senior Bishop Mason would retain his present power and authority during his life time and upon his death said authority would revert to the Board of Bishops; and

WHEREAS, the Church Of God In Christ has witnessed since 1952, as well as since the death of Bishop C. H. Mason, a great growth in its membership, its Pastors, Bishops, new Departments and physical structure; and

WHEREAS, the 1952 Constitution fails to speak in many areas in which the Church has grown spiritually, administratively, financially and numerically; and

WHEREAS, the financial structure of the Church Of God In Christ may have been adequate in the beginning but is wholly inadequate today because the rapid development, progress, and expending needs of the Church demand that the National Church be self-sustaining; and

2.

WHEREAS, there has developed a controversy with respect to where the authority and leadership of the Church Of God In Christ is placed by its 1952 Constitution since the death of Senior Bishop Mason; and

WHEREAS, ON THE 18TH DAY OF October, 1967, in a Consent Decree entered in Cause 69683-2 R. D., Chancery Court of Shelby County, Tennessee, the parties to the controversy acknowledged "that the ultimate question is Where The Authority Of The Church Of God In Christ Is Placed By Its Constitution", and further the parties recognize and agree that the ultimate solution of these questions and all related ancillary questions should be determined by the General Assembly of the Church Of God In Christ in a Constitutional Convention called for that purpose; and

WHEREAS, such Constitutional Convention is now convened, pursuant to the Settlement Decree heretofore referred to, on the date stated by Chancellor Rond in his Order, for the purpose of resolving the ultimate issue of authority and responsibility within the Church as well as to modernize the Constitution of the Church Of God In Christ in the light of its national and international growth ~~both~~ spiritually, administratively, and numerically;

NOW, THEREFORE, BE IT RESOLVED, that the Constitution and By-Laws of the Church Of God In Christ, ~~they~~ be amended as follows:

1. That the General Assembly is the only doctrine-expressing and law-making authority of the Church;
2. That a General Board of twelve (12) Bishops be elected for a term of four (4) years by the General Assembly from the Board of Bishops to conduct the executive and administrative affairs of the Church between meetings of the General Assembly; and

3.

3. That the General Assembly elect for a term of years from the General Board a Presiding Bishop and a First and Second Assistant Presiding Bishop. The Presiding Bishop shall be the Chief Executive Officer and would be empowered to conduct the executive affairs of the Church Of God In Christ between meetings of the General Assembly and the General Board, with the limitation that the action of the Presiding Bishop would be subject to the approval of a majority of the General Board and the General Assembly;
4. That neither the Presiding Bishop nor any other member of the General Board can serve at the same time as an Officer of the General Assembly, the General Council, or the Board of Bishops.
5. That all civil officers of the Corporation known as the Church Of God In Christ shall be elected by a majority vote of the members of the General Assembly, present and voting, and ecclesiastically, the heads of departments of the Church Of God In Christ shall be appointed by the General Board for a term of years, provided such appointments are approved by a majority of the General Assembly present and voting.
6. That the offices of Senior Bishop and Executive Board of Bishops be abolished.
7. That any Amendment to the Constitution of the Church Of God In Christ that is inconsistent with the Amendment herein is hereby repealed.

4.

WE, BISHOP A. B. MCEWEN, BISHOP J. S. BAILEY, and BISHOP J. O. PATTERSON, the President, Vice-President, and Secretary, respectively, of the CHURCH OF GOD IN CHRIST, a Corporation, chartered and organized by and under the laws of the State of Tennessee, in pursuance to the directions from the Board of Directors of said Corporation, hereby certify that at a meeting of the General Assembly of said Corporation, legally called and held at the office of said Corporation, in the City of Memphis, Shelby County, Tennessee, the within and foregoing Amendments to the Charter, Constitution, and By-Laws were adopted by an affirmative vote of the members of the General Assembly, representing more than two-thirds majority vote of all of the members of the General Assembly, present and voting, declaring the desire of the members of the said General Assembly of said Corporation to amend the Charter, Constitution, and By-Laws of said Corporation, as set out hereinabove, and said Amendments were duly entered in the minutes of said Corporation.

NOW, THEREFORE, we hereby certify the fact of the Adoption of said Amendments by the members of the General Assembly of said Corporation for the purposes set out to the end that this certificate may be duly recorded in the office of the Secretary of State.

WITNESS our hands this 2nd day of February, 1967.

Bishop A. B. McEwen
President
Bishop J. S. Bailey
Vice-President
Bishop J. O. Patterson
Secretary

STATE OF TENNESSEE)
COUNTY OF SHELBY)

Personally appeared before me, A. A. Latting, a Notary Public of the State and County, aforesaid, BISHOP A. B. MCEWEN, BISHOP J. S. BAILEY, and BISHOP J. O. PATTERSON, with whom I am personally acquainted, and who affirmed before me in due form of law, that Bishop A. B. McEwen is the President, Bishop J. S. Bailey is the Vice-President, and Bishop J. O. Patterson is the Secretary of the CHURCH OF GOD IN CHRIST and that the statements made in the foregoing Certificate are true.

WITNESS my hand and Official Seal at Office in Memphis, Tennessee, this 2nd day of February, 1968.

A. A. Latting
NOTARY PUBLIC

My Commission expires September 27, 1969.

5.

WE, the Undersigned, comprising a majority of the Board of Directors of Church Of God In Christ, apply to the State of Tennessee for an Amendment to the Charter of that Corporation for the purposes therein shown.

WITNESS our signatures this 2nd day of February, 1968.

Bishop C. J. Brewer

Bishop L. T. Walker

Bishop J. A. Blake

Bishop L. Williams

Bishop LeRoy Anderson

Bishop John L. Davis

Bishop Theo Davis

Bishop J. D. Bailey

Bishop T. D. Dighart

Bishop M. W. Wells

Bishop W. L. Linsin

Bishop D. M. Williams

Bishop J. C. Perry

Bishop C. B. Smith

Bishop J. H. White

C. E. Bennett

Bishop L. H. Ford

Bishop D. O. Patterson

Bishop E. E. Hamilton

Bishop A. M. Egan

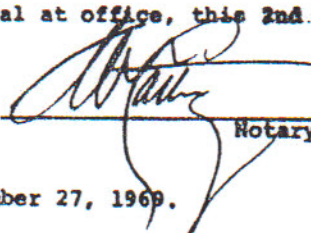
Bishop A. B. Stewart

6.

STATE OF TENNESSEE)
COUNTY OF SHELBY)

Personally appeared before me, A. A. Latting, a Notary Public in and for said State and County, the within named Bishop C. H. Brewer, Bishop L. T. Walker, Bishop J. A. Blake, Bishop C. W. Williams, Bishop LeRoy Anderson, Bishop John L. Lewis, Bishop Theo Davis, Bishop J. S. Bailey, Bishop T. D. Iglehart, Bishop Wyoming Wells, Bishop Wm. Rimson, Bishop D. Lawrence Williams, Bishop T. C. Perry, Bishop DeWitt A. Burton, Bishop J. W. White, Bishop C. E. Bennett, Bishop Louis H. Ford, Bishop J. O. Patterson, Bishop E. E. Hamilton, Bishop A. B. McEwen, and Bishop E. B. Stewart, Directors of CHURCH OF GOD IN CHRIST, with whom I am personally acquainted, and who acknowledged that as such Directors they executed the within application for an Amendment to the Charter of Incorporation for the purposes therein contained and expressed.

WITNESS my hand and seal at office, this 2nd day of February, 1968.



Notary Public

My Commission expires September 27, 1969.

I, JOE C. CARR, Secretary of State do hereby
certify that this amendment to charter, with certificate
attached, the foregoing of which is a true copy, was
this day registered and certified to by me. This the
23rd day of February, 1968.

JOE C. CARR,
SECRETARY OF STATE

FEE: \$3.00