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2009

Open to Public
Inspection

Form

990-EZ

Short Form
Return of Organization Exempt From Income TaxUnder section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

► Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.

► The organization may have to use a copy of this return to satisfy state reporting requirements.

Department of the Treasury
Internal Revenue ServiceA For the 2009 calendar year, or tax year beginning January 1, 2009, and ending December 31, 2009

B Check if applicable:

- ☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

Please
use IRS
label or
print or
type.
See
Specific
Instruc-
tions.

C Name of organization

Roanoke Gospel Outreach Center, Inc.

Number and street (or P.O. box, if mail is not delivered to street address)

P.O. Box 2904

Room/suite

City or town, state or country, and ZIP + 4

Roanoke, VA 24001-2904

D Employer identification number

25-1910825

E Telephone number

540-493-4579

F Group Exemption

Number ► N/A

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach
a completed Schedule A (Form 990 or 990-EZ).G Accounting Method: ☒ Cash ☐ Accrual
Other (specify) ►

I Website: ►

N/A

H Check ☐ if the organization is not
required to attach Schedule B (Form 990,
990-EZ, or 990-PF).J Tax-exempt status (check only one) — ☒ 501(c) (3) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527K Check ☐ if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A
Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$500,000 or more, file Form 990 instead of Form 990-EZ ► \$98,496.00

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)

Revenue		Expenses		Net Assets	
1	Contributions, gifts, grants, and similar amounts received	1	98,412.00	18	43,708.00
2	Program service revenue including government fees and contracts	2	0	19	33,933.00
3	Membership dues and assessments	3	0	20	3,711.00
4	Investment income	4	84.00	21	81,352.00
5a	Gross amount from sale of assets other than inventory	5a	0		
5b	Less: cost or other basis and sales expenses	5b	0		
5c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)	5c	0		
6	Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here <input type="checkbox"/>				
6a	Gross revenue (not including \$ 0 of contributions reported on line 1)	6a	0		
6b	Less: direct expenses other than fundraising expenses	6b	0		
6c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)	6c	0		
7a	Gross sales of inventory, less returns and allowances	7a	0		
7b	Less: cost of goods sold	7b	0		
7c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)	7c	0		
8	Other revenue (describe ►)	8	0		
9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8	9	98,496.00		
10	Grants and similar amounts paid (attach schedule)	10	26,620.00		
11	Benefits paid to or for members	11	0		
12	Salaries, other compensation, and employee benefits	12	4,306.00		
13	Professional fees and other payments to independent contractors	13	25.00		
14	Occupancy, rent, utilities, and maintenance	14	33,264.00		
15	Printing, publications, postage, and shipping	15	221.00		
16	Other expenses (describe ► See attachment)	16	14,410.00		
17	Total expenses. Add lines 10 through 16	17	54,788.00		
18	Excess or (deficit) for the year (Subtract line 17 from line 9)	18	43,708.00		
19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	19	33,933.00		
20	Other changes in net assets or fund balances (attach explanation)	20	3,711.00		
21	Net assets or fund balances at end of year. Combine lines 18 through 20	21	81,352.00		

Part II Balance Sheets. If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ.

(See the instructions for Part II.)

	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	23,604.00	22 67,322.00
23 Land and buildings	120,000.00	23 120,000.00
24 Other assets (describe ► office equipment)	850.00	24 840.00
25 Total assets	144,454.00	25 188,162.00
26 Total liabilities (describe ► mortgage for building)	110,521.00	26 106,810.00
27 Net assets or fund balances (line 27 of column (B) must agree with line 21)	33,933.00	27 81,352.00

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Part III	Statement of Program Service Accomplishments (See the instructions for Part III.)
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Expenses

What is the organization's primary exempt purpose? religious, charitable, educational
Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.

(Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts; optional for others.)

- | | | | |
|----|--|-----|-----------|
| 28 | Evangalism: Housing project/crusades est. 3,600 people
Witnessing Streets one on one, est. 3,600 people
This agency made grants to three evangalical based organizations.
(Grants \$ 75.00) If this amount includes foreign grants, check here <input type="checkbox"/> | 28a | 21,378.00 |
| 29 | Charitable: Distributed clothing, refreshments, toys to lower income housing families, est. 1800 people per year, fed clothed est. 2500 homeless adults, children
This agency made grants to four charitable organizations who cloth, feed and supply people
(Grants \$ 240.00) If this amount includes foreign grants, check here <input type="checkbox"/> | 29a | 16,210.00 |
| 30 | Religious Instruction: 800hrs/yr, est. 1800 people/yr, 'counseling' 200 people/yr, 300hrs. of counseling to individuals per year. This agency made grants to two religious based organizations, one Bible School, and one primary educational
(Grants \$ 2120.00) If this amount includes foreign grants, check here <input type="checkbox"/> | 30a | 17,200.00 |
| 31 | Other program services (attach schedule) <input type="checkbox"/>
(Grants \$) If this amount includes foreign grants, check here <input type="checkbox"/> | 31a | N/A |
| 32 | Total program service expenses (add lines 28a through 31a) <input type="checkbox"/> | 32 | 54,788.00 |

Part IV List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated. (See the instructions for Part IV.)

[illegible]

Part V Other Information (Note the statement requirements in the instructions for Part V.)

	Yes	No
33 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity		X
34 Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes	X	
35 If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T.		
a Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
36 Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N		X
37a Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ <u>37a</u> <u>N/A</u>		
b Did the organization file Form 1120-POL for this year?		X
38a Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return?		X
b If "Yes," complete Schedule L, Part II and enter the total amount involved		
39 Section 501(c)(7) organizations. Enter:		
a Initiation fees and capital contributions included on line 9		
b Gross receipts, included on line 9, for public use of club facilities		
40a Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ <u>N/A</u> ; section 4912 ▶ <u>N/A</u> ; section 4955 ▶ <u>N/A</u>		
b Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		X
c Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		
d Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization		
e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T		X
41 List the states with which a copy of this return is filed. ▶ <u>N/A</u>		
42a The organization's books are in care of ▶ <u>Sandra Lyons</u> Telephone no. ▶ <u>540-493-4579</u> Located at ▶ <u>4041 Maine Ave N.W., Roanoke, VA</u> ZIP + 4 ▶ <u>24017+2607</u>		
b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
If "Yes," enter the name of the foreign country: ▶ <u>N/A</u>		
See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
c At any time during the calendar year, did the organization maintain an office outside of the U.S.?		X
If "Yes," enter the name of the foreign country: ▶ <u>N/A</u>		
43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year ▶ <u>43</u> <u>N/A</u>		
44 Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ		X
45 Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ		X

Part VI **Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.** All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

	Yes	No
46 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	<input type="checkbox"/>	<input checked="" type="checkbox"/>
47 Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II	<input type="checkbox"/>	<input checked="" type="checkbox"/>
48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	<input type="checkbox"/>	<input checked="" type="checkbox"/>
49a Did the organization make any transfers to an exempt non-charitable related organization?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b If "Yes," was the related organization a section 527 organization?	<input type="checkbox"/>	<input type="checkbox"/>

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

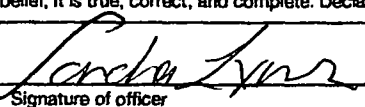
(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
None				

f Total number of other employees paid over \$100,000

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
None		

d Total number of other independent contractors each receiving over \$100,000

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.			
	 Signature of officer		4/9/10 Date	
Paid Preparer's Use Only	Sandra Lyons - VP Type or print name and title			
	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's identifying number (See instructions)
	Firm's name (or yours if self-employed), address, and ZIP + 4	EIN	Phone no	

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☐ No

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2009

**Open to Public
Inspection**

Name of the organization

Roanoke Gospel Outreach Center, Inc.

Employer identification number

25-1910825

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state _____
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 ☐ An organization that normally receives: (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
- a ☐ Type I b ☐ Type II c ☐ Type III—Functionally integrated d ☐ Type III—Other
- e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
- (ii) A family member of a person described in (i) above?
- (iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

h Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
Total									

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**
(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	22,740.00	29,038.00	35,748.00	38,964.00	48,858.00	175,348.00
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf	0	0	0	0	0	0
3 The value of services or facilities furnished by a governmental unit to the organization without charge	0	0	0	0	0	0
4 Total. Add lines 1 through 3	22,740.00	29,038.00	35,748.00	38,964.00	48,858.00	175,348.00
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						5,010.00
6 Public support. Subtract line 5 from line 4						170,338.00

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4	22,740.00	29,038.00	35,748.00	38,964.00	48,858.00	175,348.00
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	0	0	0	220.00	84.00	304.00
9 Net income from unrelated business activities, whether or not the business is regularly carried on	0	0	0	0	0	0
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	0	0	0	17,620.00	49,554.00	67,174.00
11 Total support. Add lines 7 through 10						242,826.00
12 Gross receipts from related activities, etc. (see instructions)					12	0
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input checked="" type="checkbox"/>						

Section C. Computation of Public Support Percentage *N/A*

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2008 Schedule A, Part II, line 14	15	%
16a 33 1/3 % support test—2009. If the organization did not check the box on line 13, and line 14 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization. ▶ <input type="checkbox"/>		
b 33 1/3 % support test—2008. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization. ▶ <input type="checkbox"/>		
17a 10%-facts-and-circumstances test—2009. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization. ▶ <input type="checkbox"/>		
b 10%-facts-and-circumstances test—2008. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization. ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions. ▶ <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)
 (Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support *N/A*

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6)						

Section B. Total Support *N/A*

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here <input type="checkbox"/>						

Section C. Computation of Public Support Percentage *N/A*

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage *N/A*

17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2008 Schedule A, Part III, line 17	18	%

- 19a 33⅓% support tests—2009.** If the organization did not check the box on line 14, and line 15 is more than 33⅓% and line 17 is not more than 33⅓%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐
- b 33⅓% support tests—2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33⅓%, and line 18 is not more than 33⅓%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐
- 20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10, Part II, line 17a or 17b; and Part III, line 12. Provide any other additional information. See instructions.

Unusual grant 2009: 49,554.00

Form: 990-EZ

Year: 2009

Corporation: Roanoke Gospel Outreach Center Inc.

EIN #: 25-1910825

Part 1, Line 16

Description:	Amount:
Outreach Projects:	\$ 2072.00
Travel (gas, meals, and lodging):	\$ 890.00
Equipment and Supplies:	\$3527.00
Telephone and Internet:	\$814.00
Vehicle Insurance:	\$717.00
Vehicle Maintenance, Taxes, Registration:	\$758.00
Food and Clothing:	\$5622.00
Depreciation of Office Equipment	\$10.00
Total:	\$14410.00

Form: 990-EZ

Year: 2009

Corporation: Roanoke Gospel Outreach Center Inc.

EIN #: 25-1910825

Part 1, Line 20

The principal payment on the mortgage for the outreach building was \$3711.00.

ARTICLE 1- NAME AND PURPOSE

SECTION 1.01-NAME

The Ministry shall be known as Roanoke Gospel Outreach Center. The principal office of the Corporation shall be located in the City of Roanoke and the State of Virginia. The Corporation may also have such offices at such other places within or without of the State of Virginia as the Board of Directors may from time to time determine.

SECTION 1.02-PURPOSE

Roanoke Gospel Outreach Center is a nonstock charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986(or the corresponding provision of any future United States Revenue Law), including, but not limited to, for such purposes, the evangelizing of the unsaved by the proclaiming of the Gospel of the Lord Jesus Christ; the educating of believers in a manner consistent with the requirements of Holy Scriptures. To minister the Gospel to the needs of the poor, addicts, and those that are in need of a change in lifestyle. To provide counseling services to give direction to those whose lives are in disarray and in need of Godly direction.

ARTICLE 2- STATEMENT OF FAITH AND COVENANT

SECTION 2.01- STATEMENT OF FAITH AND COVENANT

The following comprise the Scriptural beliefs of Roanoke Gospel Outreach Center.

(A) The Holy Scriptures. We believe the Holy Scriptures of the Old and New Testament to be the verbally and plenary inspired Word of God. The Scriptures are inerrant, infallible and God-breathed and, therefore, are the final authority for faith and life. The sixty-six books of the Old and New Testament are the complete and divine revelation of God to man. The Scriptures shall be interpreted according to their normal grammatical-historical meaning, and the president and the board of directors of this ministry shall determine all issues of interpretation and meaning. The King James Version of the Bible shall be the official Bible used by the ministry. (2 Tim. 3:16-17; 2 Pet. 1:20-21)

(B) Dispensationalism. We believe that the Scriptures interpreted in their natural, literal sense reveal divinely determined dispensations or rules of life, which define man's responsibilities in successive ages. These dispensations are not ways of salvation, but rather are divinely ordered stewardships by which God directs man according to His purpose. Three of these dispensations-the law, the church, and the kingdom-are the subjects of detailed revelation in Scripture. (Gen. 1: 28; 1Cor. 9:17; 2 Cor. 3:9-18)

(C) The Godhead

1. We believe in one God, eternally, who is manifested as Father, Son and Holy Ghost, which is the Lord Jesus Christ. (Deut. 6:4; Isaiah 45:22; Gal. 3:20; I John 5:7,8)
2. We believe in the Father. (Eph. 4:6; II Cor. 1:3)
3. We believe in the Lord Jesus Christ, the Son of the living God. (Matt 16:16-17)
4. We believe in the Holy Ghost. (John 14:26)

(D) The Lord Jesus Christ

1. We believe that the Lord Jesus Christ, the eternal Son of God, became man, without ceasing to be God, being born of the virgin Mary, in order that He Might reveal God and redeem sinful men. (Isa. 7:14; 9:6; Matt. 1: 23; John 1: 1-2,14)
2. We believe that the Lord Jesus Christ accomplished our redemption through His death on the cross as a representative, vicarious, substitutionary sacrifice; and, that our justification is made sure by His literal, physical resurrection from the dead. (Luke 24:6-7; Acts 2:18-36; Rom. 3:24-25)
3. We believe that the Lord Jesus Christ ascended to Heaven. (Luke 24:51)
4. We believe that the Lord Jesus Christ is the only means of salvation (John 14:6; John 10: 9; Acts 4:12)
5. We believe that the Holy Spirit of the Lord Jesus Christ is our Comforter, and Teacher who assists believers to understand and appropriate the Scriptures and that it is the privilege and duty of all the saved to be baptized in water and in the Holy Spirit with the evidence of speaking in tongues. (John 14:26; Acts 1:5; Acts 2:1,13, 39; Matt. 3:16; Matt. 28:19; Acts 2:38; 2:41a; 10:47-48a)
6. We believe that God is sovereign in the bestowal of spiritual gifts to every believer. God uniquely uses apostles, prophets, evangelists, teachers and pastors to equip believers in the assembly in order that they can do the work of the ministry. (I Cor. 12:8-10; Eph 4:11-12)
7. We believe in the Fruits of the Spirit. (Gal 5:22-23)

8. We believe that God is love. We should love God with all our heart, mind, soul, and strength, and love our neighbor as we love ourselves. (I John 4:8; Matt. 22:37-40)

(E) The Total Depravity of Man. We believe that man was created in the image and likeness of God; but that in Adam's sin the human race fell, inherited a sinful nature, and became alienated from God. Man is totally depraved and, of himself, utterly unable to remedy his lost condition. (Gen. 1:26-27; Rom. 3: 22-23; 5:12; 6:23; Eph 2:1-3; 4:17-19)

(F) Salvation. We believe that salvation is the gift of God brought to man by grace and received by personal faith in the Lord Jesus Christ, Whose precious blood was shed on Calvary for the forgiveness of our sins. We believe that all sins, except blasphemy of the Holy Spirit, are forgivable. (Matt. 12:31,32; Acts 4:12; John 1:12; Eph. 1:7; I John 1:9)

(G) The Church

1. We believe in the local church, which is the body and the espoused bride of Christ. (I Cor. 12:12-14; 2 Cor. 11: 2; Eph 1:22-23; 5:25-27)
2. We believe that the establishment and continuance of local churches is clearly taught and defined in the New Testament Scriptures. (Acts 14:27; 20:28-32; 1 Timothy 3:1-13, Titus 1:5-11)
3. We believe in the autonomy of the local church free of any external authority or control. (Acts 13:1-4; 15:19-31; 20:28; Rom. 16:1,4; I Pet. 5:1-4)
4. We recognize the Lord's Supper as a Scriptural ordinance of obedience for the church in this age. (I Cor. 11:23-26)

(H) Separation. We believe that all the saved should live in such a manner as not to bring reproach upon their Savior and Lord Jesus Christ. God commands His people to separate from all religious apostasy, all worldly and sinful pleasures, practices, and associations, and to refrain from all immodest and immoderate appearances, piercings, and bodily markings. (Lev. 19:28; Rom. 12:1-2; 14:13; I Cor. 6:19-20; 2 Cor. 6:14-17; II Tim. 3:1-5; I John 2:15-17; 2 John 9-11)

(I) The Second Coming of Christ- We believe in the blessed hope, the personal imminent return of Christ to this earth. (Acts 1:11; Rev. 1:7; I Thess. 4:16-17)

(J) The Eternal State.

1. We believe in the resurrection of all men, of the saved and unsaved for the final judgment. (II Cor. 5:10; John 11:25-26; Rev. 20: 12-13)
2. We believe that the souls of the redeemed are, at death, absent from the body and present with the Lord. (Luke 23:43; 2 Cor. 5:8; Phil. 1:23; 3:21; I Thess. 4:16-17)
3. We believe that the souls of unbelievers shall be cast into the Lake of Fire, not to be annihilated, but to suffer everlasting punishment and torment. (Matt. 25:41-46; Mark 9:43-48; Luke 16:19-26; II Thess. 1:7-9; Jude 6-7; Rev. 20:11-15)

(K) The Personality of Satan. We believe that Satan is a fallen angel, the author of sin and the cause of the Fall of Man; that he is the open and declared enemy of God and man; and that he shall be eternally punished in the Lake of Fire. (Job 1:6-7; Isa. 14:12-17, Matt. 4:2-11; 25:25-41; Rev. 20:10)

(L) Creation. We believe that God created the universe in six days. We reject evolution, the Gap Theory, the Day-Age Theory, and Theistic Evolution as unscriptural theories of origin. (Gen 1-2; Ex. 20:11)

(M) Civil Government. We believe that God has ordained and created all authority consisting of three basic institutions: 1) the home 2) the church and 3) the state. Every person is subject to these authorities, but all (including the authorities themselves) are answerable to God and governed by His Word. God has given each institution specific Biblical responsibilities and balanced those responsibilities with the understanding that no institution has the right to infringe upon the other. The home, the church, and the state are equal and sovereign in their respective Biblically assigned spheres of responsibility under God. (Rom. 13:1-7; Eph. 5:22-24; Heb. 13:17; I Peter 2:13-14)

(N) Human Sexuality.

1. We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage between one man and one woman. We believe that any form of homosexuality, lesbianism, bisexuality, bestiality, incest, fornication, adultery, and pornography are sinful perversions of God's gift of sex. We believe that God disapproves of and forbids any attempt to alter one's gender by surgery or appearance. (Gen. 2:24; Gen. 19:5,13; Gen. 26:8-9; Lev. 18:1-30; Romans 1:26-29; I Cor. 5:1; 6-9; I Thess. 4:1-8; Heb. 13:4)

2. We believe that the only Scriptural marriage is the joining of one man and one woman. (Gen. 2:24; Rom. 7:2; I Cor. 7:10; Eph. 5:22-23)

(O) Family Relationships.

1. We believe that men and women are spiritually equal in position before God but that God had ordained the husband to be the leader of the home as Christ is the head of the Church. (Gal. 3:28; Col. 3:18)
2. We believe that God has ordained the family as the foundation institution of human society. The husband is to love his wife as Christ loves the church. The wife is to submit herself to the Scriptural leadership of her husband as the church submits to the headship of Christ. Children are a heritage from the Lord. Parents are responsible for teaching their children spiritual and moral values and leading them, through consistent lifestyle example and appropriate discipline, including Scriptural correction. (Gen. 1:26-28; Ex. 20:12; Deut. 6:4-9; Ps. 127:3-5; Prov. 19:18; 22:15; 23:13-14; Mk. 10:6-12; I Cor. 7:1-16; Eph. 5:21-33; 6:1-4; Col. 3:18-21; Heb. 13:4; I Pet. 3:1-7)

(P) Divorce and Remarriage. We believe that God disapproves of and forbids divorce and intends marriage to last until one spouse's dies. Divorce and remarriage is regarded as adultery except on the grounds of fornication. (Mal. 2:14-17; Matt. 19:3-12; Rom. 7:1-3; I Tim 3:2, 12; Titus 1:6)

(Q) Abortion. We believe that human life begins at conception and that the unborn child is a living human being. Abortion constitutes the unjustified, unexcused taking of unborn human life. Abortion is murder. We reject any teaching that abortions of pregnancies due to rape, incest, birth defects, gender selection, birth or population control, or the physical or mental well being of the mother are acceptable. (Job 3:16; Ps. 51:5; 139:14-16; Isa. 44:24, 49:1,5; Jer. 1:5; 20:15; Luke 1:44)

(R) Euthanasia. We believe that the direct taking of an innocent human life is a moral evil, regardless of the intention. Life is a gift of God and must be respected from conception until natural death. Thus we believe that an act of omission which, of itself or by intention, causes death in order to eliminate suffering constitutes murder contrary to the will of God. Discontinuing medical procedures that are extraordinary or disproportionate to the expected outcome can be legitimate refusal of over-zealous treatment. (Ex. 20:13; 23:7; Matt. 5:21; Acts 17:28)

(S) Love. We believe that we should demonstrate love for others, not only toward fellow believers, but also toward both those who are not believers, those who oppose us, and those who engage in sinful actions. We are to deal with those who oppose us graciously, gently, patiently, and humbly. God forbids the stirring up of strife, the taking of revenge, or the threat or the use of violence as a means of resolving personal conflict or obtaining personal justice. Although God commands us to abhor sinful actions, we are to love and pray for any person who engages in such sinful actions. (Lev. 19:18; Matt. 5:44-48; Luke 6:31; John 13:34-35; Rom 12:9-10; 17-21; 13:8-10; Phil. 2:2-4; 2 Tim. 2:24-26; Titus 3:2; I John 3:17-18)

(T) Lawsuits Between Believers. We believe that Christians are prohibited from bringing civil lawsuits against other Christians or the church to resolve personal disputes. We believe the church possesses all the resources necessary to resolve personal disputes between members. We do believe, however, that a Christian may seek compensation for injuries from another Christian's insurance company as long as the claim is pursued without malice or slander. (I Cor. 6:1-8; Eph. 4:31-32)

(U) Missions. We believe that God has given us a great commission to proclaim the Gospel to all nations so that there might be a great multitude from every nation, tribe, ethnic group, and language group who believe on the Lord Jesus Christ. As ambassadors of Christ we must use all available means to go to the foreign nations and not wait for them to come to us. (Matt. 28:19-20; Mark 16:15; Luke 24:46-48; John 20:21; Acts 1:8; 2 Cor. 5:20)

(V) Giving. We believe that every Christian, as a steward of that portion of God's wealth entrusted to him, is obligated to financially support his local church. We believe that God has established the tithe as a basis for giving, but that every Christian should also give other offerings sacrificially and cheerfully to the support of the church, the relief of those in need, and the spread of the Gospel. We believe that a Christian relinquishes all rights to direct the use of his tithe and offerings once the gift has been made. (Gen. 14:20; Prov. 3:9-10; Mal. 3:8; Acts 4:34-37; I Cor. 16:2; 2 Cor. 9:6-7; Gal. 6:6; Eph. 4:28; I Tim. 5:17-18; I John 3:17)

SECTION 2.02- AUTHORITY OF STATEMENT OF FAITH

The Statement of Faith does not exhaust the extent of our faith. The Bible itself is the sole and final source of all that we believe. We do believe, however, that the foregoing Statement of Faith accurately represents the teaching of the Bible. All literature used in the church shall be in complete agreement with the Statement of Faith.

SECTION 2.03- COVENANT

Having been led, as we believe by the Spirit of God, to receive the Lord Jesus Christ as our Savior, and on profession of our faith, having been baptized in the name of the Lord Jesus Christ, we do now, in the presence of God, angels, and this assembly, most solemnly and joyfully enter into covenant with one another, as one body in Christ.

We engage, therefore, by the aid of the Holy Spirit, to walk together in Christian love; to strive for the advancement of this ministry in knowledge, holiness and comfort; to promote its prosperity and spirituality; to sustain its worship, ordinances, discipline and doctrines; to give it a sacred preeminence over all institutions of human origin; and to contribute cheerfully and regularly to the support of the ministry, the relief of the poor, and the spread of the Gospel through all nations.

We also engage to maintain family and private devotions; to religiously educate our children; to seek the salvation of our kindred, acquaintances, and all others; to walk circumspectly in the world; to be just in our dealings, faithful to our engagements, and exemplary in our deportment; to avoid all tattling, backbiting, and excessive anger; to abstain from such worldly amusements as watching ungodly movies, gambling, rock music; to be free from all oath-bound secret societies and partnerships with unbelievers; to abstain from the sale and use of tobacco in any form, narcotic drugs, or intoxicating drink as a beverage; and to be zealous in our efforts to advance the Kingdom of our Savior.

We further engage to watch over one another in brotherly love; to remember each other in prayer; to aid each other in sickness and distress; to cultivate Christian sympathy in feeling and courtesy of speech; to be slow to take offense, but always ready for reconciliation, and mindful of the rules of our Savior, and to secure reconciliation without delay.

ARTICLE 3- THE BOARD OF DIRECTORS

SECTION 3.01-ELIGIBILITY FOR OFFICE

- (A) The ministry shall not install or retain an officer who fails to adhere to or expresses disagreement with the Statement of Faith. All officers, upon request of the president, shall affirm their agreement with the Statement of Faith (as set forth in Article 2).
- (B) All officers must be approved initially and thereafter every two years by the president in order to commence or continue in their offices.
- (C) Each director shall be at least 18 years of age, and shall be a director of the Corporation during his directorship.

SECTION 3.02- TERMS OF OFFICE

- (A) The term of service for all offices and positions for the existing Board of Directors shall be a two-year term, other than the president who will be deemed automatic director. At the expiration of the which the officers may be re-elected or re-appointed.
- (B) A vacancy occurring in any office or board, except in the case of the president, who will automatically be deemed director, may be filled at any regular meeting by the majority vote of the Board of Directors then in office.
- (C) All elected and appointed officers shall serve in their respective offices until their successors are duly elected or appointed.
- (D) The number of Directors may be increased or decreased by action of the directors, provided that any action by the Board of Directors to effect such increase or decrease shall require the vote of the majority of the entire Board of Directors. No decrease shall shorten the term of any director then in office.
- (E) Any or all of the directors of the Board of directors may be removed with or without cause by vote of the directors of the Corporation, other than the president who will be deemed automatic director, thereof for cause only.
- (F) A director may resign at any time by giving written notice to the Board of Directors or to an officer of the Corporation. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board of Directors or such officer. Acceptance of such resignation shall not be necessary to make it effective.

SECTION 3.03- BOARD MEETINGS

- (A) A regular biennial Meeting of the Board of Directors shall be held. All other meetings shall be held at such time and place as shall be fixed by the Board of Directors from time to time.
- (B) No notice shall be required for regular meeting of the Board of Directors for which the time and place have been fixed. Special meetings may be called by or at the direction of the Chairman of the Board, the President, or by a majority of the directors then in office.

- (C) Written, oral, or any other method of notice of the time and place shall be given for special meetings of the Board of Directors. The notice of any meeting need not specify the purpose of such meeting. The requirement for furnishing notice of a meeting may be waived by any director who signs a Waive of Notice before or after the meeting or who attends the meeting without protesting the lack of notice to him.
- (D) Except to the extent herein or in the Certificate of Incorporation of the Corporation provided, a board meeting quorum would consist of the president and vice-president, in addition to any officer or director, which is able to attend. At any meeting held to remove one or more directors a quorum shall consist of a majority of the directors present at such a meeting. Whenever a vacancy of the Board of Directors shall prevent a quorum from being present, then, in such event, the quorum shall consist of a majority of the directors of the Board excluding the vacancy. A majority of the directors present, whether or not a quorum is preset, may adjourn a meeting to another time and place. Except to the extent provided by law and these By-Laws, the act of the Board of Directors shall be by a majority of the directors present at the time of vote, a quorum being present at such time. Any action authorized with the minutes of the corporation shall the act of the Board of Directors with the same force and effect as if the same had been passed by unanimous vote at a duly called meeting of the Board.
- (E) The Chairman of the Board, if any, shall preside at all meetings of the Board of Directors. If there be no Chairman or in his absence, the President shall preside and, if there be no President or in his absence, any other director chosen by the Board shall preside.
- (F) Whenever the Board of Directors shall consist of more than three persons, The Board of Directors may designate from their number, an executive committee and other standing committees. Such committees shall have such authority as the Board of Directors may delegate, except to the extent prohibited by law. In addition, the Board of Directors may establish special committees for any lawful purpose, which may have such powers as the Board of Directors may lawfully delegate.

SECTION 3.04- STAFF

- (A) All staff of Roanoke Gospel Outreach Center, whether paid or volunteer, shall be under the supervision of the president who has the sole authority to dismiss the same.
- (B) No employee or volunteer shall be hired, appointed, or retained who fails to adhere to or expresses disagreement with the Statement of Faith.

ARTICLE 4- DUTIES AND POWERS OF OFFICERS

SECTION 4.01

- (A)** The president and all other ministers associated with the Corporation shall preach the Gospel and shall be at liberty to preach the whole counsel of the Word of God as the Lord leads them.
- (B)** All appointments for public worship and Bible study and the arrangements thereof, including time and place and the use of the property belonging to the Corporation for purposes other than the stated appointments, shall be under the control of the president.
- (C)** The Board of Directors may elect or appoint a Chairman of the Board of Directors, a President, one or more Vice-Presidents, a Secretary, one or more Assistant Secretaries, a Treasurer, one or more Assistant Treasurers, and such other officers as they may determine.
- (D)** Each officer shall hold office until the Biennial Meeting of the Board of Directors and until his successor has been duly elected and qualifies. The Board of Directors may remove any officer with or without cause at any time.

SECTION 4.02- THE PRESIDENT

- (A)** The President shall be the chief executive officer of the corporation.
- (B)** The President shall have the responsibility for the general management of the affairs of the Corporation, and shall carry out the resolutions of the Board of Directors.
- (C)** The president shall be deemed automatic director.
- (D)** During the absence or disability of the President of the Corporation, the Vice-President, or, if there be more than one, the Vice-President shall have all the powers and functions of the President. The Vice-President shall perform such duties as may be prescribed by the Board of Directors from time to time.

SECTION 4.03-THE VICE-PRESIDENT

- (A)** The Vice-President shall assist the President in the general management of the Corporation.
- (B)** The Vice-President shall deliver any records of the corporation to any successor upon leaving office;

- (C) Serve as Vice-President of the corporation.

SECTION 4.04-THE SECRETARY

- (A) Shall keep the minutes of the Board of Directors;
- (B) Shall certify and keep at the office of the Corporation, the original bylaws or copy, including all amendments or alterations to the bylaws;
- (C) Sign, certify, or attest documents as may be required by law;
- (D) See that all notices are duly given in accordance with the provisions of these bylaws. (In case of the absence or disability of the secretary, or his or her refusal or neglect to act, notice may be given and served by the president.)
- (E) See that all the reports, statements, certificates, and all other documents and records required by law are properly kept and filed;
- (F) Shall have custody of the seal of the Corporation, and shall affix and attest the same to documents duly authorized by the Board of Directors;
- (G) Shall serve all notices for the Corporation which shall have been authorized by the Board of Directors, and shall have charge of all books and records of the Corporation and keep them at the Corporation office and deliver them to any successor upon leaving office;
- (H) Shall serve as the secretary of the corporation.

SECTION 4.05- THE TREASURER

- (A) The Treasurer shall have the care and custody of all of the funds and securities of the Corporation, and shall deposit said funds in the name of the Corporation, in such bank accounts as the Board of Directors may from time to time determine.
- (B) The Treasurer shall, when duly authorized by the Board of Directors, sign and execute all contracts in the name of the Corporation when counter-signed by the President.
- (C) The Treasurer may also sign checks, drafts, notes and orders for the payment of money, which shall have been duly authorized by the Board of Directors and counter-signed by the President.
- (D) The Treasurer must keep all financial records at the Corporation office and deliver them to any successor upon leaving office; and

- (E) Serve as treasurer of the corporation.

SECTION 4.06-DUTIES OF ALL OFFICERS

- (A) All records are the property of the Corporation and must be kept in the principal office of the Corporation. Including but not limited to complete and correct records and books of account, and shall keep minutes of the proceedings of the Board of Directors, or any committee appointed by the Board of Directors, as well as a list of record containing the names and addresses of all directors.
- (B) Any officer who neglects his duties as outline in the bylaws for a period of three months may be removed from his office, at the discretion of the president, and another may be appointed by the remaining members of the board of directors to serve the un-expired term.

ARTICLE 5- DESIGNATED CONTRIBUTIONS

From time to time Roanoke Gospel Outreach Center, in the exercise of its religious, educational, and charitable purposes, may establish various funds to accomplish specific goals. Contributors may suggest uses for their contributions, but all suggestions shall be deemed advisory rather than mandatory in nature. All contributions made to specific funds or otherwise designated shall remain subject to the exclusive control and discretion of the Board of Directors. No fiduciary obligation shall be created by any designated contribution made to the Corporation other than to use the contribution for the general furtherance of any of the purposes stated in Section 1.02

ARTICLE 6- MISCELLANEOUS

- (A) The Corporate seal shall be in such form as the Board of Directors shall from time to time prescribe.
- (B) The fiscal year of the Corporation shall be January 1st and end December 31st.

ARTICLE 7- INDEMNIFICATION

SECTION 7.01- ACTIONS SUBJECT TO INDEMNIFICATION

The ministry may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, including all appeals (other than an action

by or in the right of the ministry) by reason of the fact that the person is or was an officer, employee, or agent of the ministry, against expenses, including attorneys' fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit, or proceeding; and if that person acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the ministry and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner that he reasonably believed to be in or not opposed to the best interests of the ministry and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his or her conduct was unlawful.

SECTION 7.02- EXPENSES SUBJECT TO INDEMNIFICATION

To the extent that an officer, employee, or agent has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in this Article, or in defense of any claim, issue, or matter in that action, suit, or proceeding, he or she may be indemnified against expenses, including attorneys' fees, actually and reasonably incurred by him or her in connection with the action, suit, or proceeding.

SECTION 7.03- LIMITATIONS OF INDEMNIFICATION

Any indemnification made under this Article, may be made by the ministry only as authorized in the specific case on a determination the indemnification of the officer, employee, or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in Section 7.01. The determination shall be made by a majority vote of a quorum consisting of the officers who were not and are not parties to or threatened with the action, suit, or proceeding.

SECTION 7.04-TIMING OF INDEMNIFICATION

Expenses of each person seeking indemnification under this Article, may be paid by the ministry as they are incurred, in advance of the final disposition of the action, suit, or proceeding, as authorized by the offices in the specific case, on receipt of an undertaking by or on behalf of the officer, employee, or agent to repay the amount if it is ultimately determined that he or she is not qualified to be indemnified by the ministry.

SECTION 7.05- EXTENT OF INDEMNIFICATION

The indemnification provided by this Article shall be deemed to be discretionary unless otherwise required as a matter of law or under any agreement or provided by insurance purchased by the ministry, both as to action of each person seeking indemnification under this Article in his official capacity and as to action in another capacity while holding that office, and may continue as to a person who has ceased as an officer, employee, or agent and may inure to the benefit of the heirs, executors, and administrators of that person.

SECTION 7.06- INSURANCE

The ministry may purchase and maintain insurance on behalf of any person who is or was an officer, employee, or agent of the ministry against any liability asserted against him and incurred by him in that capacity, or arising out of his status in that capacity, whether or not the ministry would have the power to indemnify him against liability under the provisions of this Article.

ARTICLE 8- BINDING ARBITRATION

SECTION 8.01-SUBMISSION TO ARBITRATION

Believing that lawsuits between believers are prohibited by Scripture, all people part of this ministry agree to submit to binding arbitration any matters which cannot otherwise be resolved, and expressly waive any and all rights in law and equity to bringing any civil disagreement before a court of law, except that judgment upon the award rendered by the arbitrator may be entered in any court having jurisdiction thereof.

SECTION 8.02- NOTICE OF ARBITRATION

In the event of any dispute, claim, question, or disagreement arising out of or relating to these bylaws or any other ministry matter, the parties shall use their best efforts to settle such disputes, claims, questions, or disagreement as befits Christians. To this effect, they shall consult and negotiate with each other in good faith and, recognizing their mutual interests not to disgrace the name of Christ, seek to reach a just and equitable solution. If they do not reach such solution within a period of sixty (60) days, then upon notice by either party to the other, disputes, claims, questions, or differences shall be finally settled by arbitration as described in Section 8.01, above, and such Procedures for Arbitration as are adopted pursuant to Section 8.03, below.

SECTION 8.03-ARBITRATION PROCEDURES

The Procedures for Arbitration shall be as adopted by the Board Members and Directors.

ARTICLE 9 - AMENDMENTS

- (A) These bylaws may be revised or amended by a majority vote of the Directors, present and entitled to vote in the election of directors. This voting can take place at any regular or special Board of Directors meetings When it is called for such purpose.

- (B)** The Board of Directors shall have the power to make, alter or repeal, from time to time, Bylaws of the Corporation, except that the Board may not amend or repeal any bylaw in which control thereof is vested exclusively in the directors. If any bylaw regulating an impending election of directors is adopted, amended or repealed by election of the directors, the bylaw so made, amended, or repealed, together with a concise statement of the changes made.

ADOPTION

These bylaws were adopted by a two-thirds majority vote of the members present and voting at a duly called meeting of the Board of Directors in which a quorum was present.

These bylaws supersede any other bylaws of Roanoke Gospel Outreach Center.

Date

Secretary

- (B) The Board of Directors shall have the power to make, alter or repeal, from time to time, Bylaws of the Corporation, except that the Board may not amend or repeal any bylaw in which control thereof is vested exclusively in the directors. If any bylaw regulating an impending election of directors is adopted, amended or repealed by election of the directors, the bylaw so made, amended, or repealed, together with a concise statement of the changes made.

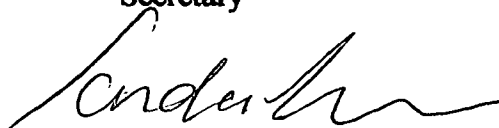
ADOPTION

These bylaws were adopted by a two-thirds majority vote of the members present and voting at a duly called meeting of the Board of Directors in which a quorum was present.

These bylaws supersede any other bylaws of Roanoke Gospel Outreach Center.

June 19th, 2009
Date


Secretary

 VP.
4/9/10