

ARTICLES OF AGREEMENT OF FAITH COMMUNITY CHURCH
A NEW HAMPSHIRE NONPROFIT CORPORATION

ARTICLE I
Name and Office

Section 1. *Name*

The name of this Corporation shall be Faith Community Church.

ARTICLE II
Object

Section 1. *Object*

The objectives for which this non-profit, religious Corporation is established are:

1. To glorify God through all that we do, including accomplishment of the rest of the church's purposes;
2. To walk in faith in Jesus Christ and obedience to him;
3. To encourage and facilitate spiritual growth and obedience to Christ through preaching, instruction, discipline, and interpersonal support;
4. To be regularly involved in prayer, worship, Bible study, fellowship, service, evangelism, and the exercise of spiritual gifts;
5. To be faithful stewards of all that God has entrusted to us, both tangible (e.g., money, possessions, family, etc.) and intangible (talents, abilities, time, etc.);
6. To advance the kingdom of God by doing his will and spreading the gospel through individual witness, corporate outreach, and cross-cultural missions, seeking to make disciples of all nations and teaching them to obey all that Jesus has commanded;
7. To reflect and honor the God of love through loving one another.

The Corporation shall be operated exclusively for purposes for which an organization may be exempt from federal taxation under section 501(c) (3) of the Internal Rev. Code of 1986, as amended. All of the Corporation's policies, operations, activities, and staffing are motivated and informed by its religious, Christian, spiritual purposes.

The Corporation shall have the power to do all acts and things reasonably incident or desirable to further such purposes, including the power to receive by purchase, gift, grant, devise, bequest or in any other lawful manner any real or personal property and to hold, use, improve, operate, manage, lease, convey, convert and invest or otherwise dispose of by gift, sale, lease or

otherwise any real or personal property, and to participate as joint venturer or partner with others in connection with any act or thing in which this corporation is empowered to engage.

The Corporation invokes all rights and protections related to the free exercise of religion, freedom of association, freedom of speech and press, due process and equal protection of the laws, and religious exemptions reflected in applicable law, including but not limited to the First and Fourteenth Amendments to the United States Constitution; Article 5 of the New Hampshire Constitution; the federal Religious Freedom Restoration Act of 1993, 42 U.S.C. § 2000bb et seq.; Section 702 of the federal Civil Rights Act of 1964, as amended, 42 U.S.C. § 2000e-1(a) et seq.; and all religious exemptions and protections available under other potentially applicable state laws, including but not limited to the religious exemptions under the New Hampshire Law Against Discrimination; New Hampshire RSA Chapter 354-A; and under any amended or successor laws.

The Corporation shall have the power to do all acts and things reasonably incident or desirable to further such purposes, including the power to receive by purchase, gift, grant, devise, bequest or in any other lawful manner any real or personal property and to hold, use, improve, operate, manage, lease, convey, convert and invest or otherwise dispose of by gift, sale, lease or otherwise any real or personal property, and to participate as joint venturer or partner with others in connection with any act or thing in which this corporation is empowered to engage.

Section 2. *Religious Practices of the Corporation*

To be consistent with its mission, the Corporation shall not: (a) Establish any policies, engage in any activities, or otherwise operate in any manner that conflicts with the Statement of Faith; or (b) Elect or appoint any Elder, Director or Officer, who has not subscribed to and affirmed (when requested) the Statement of Faith, or has acted in a manner inconsistent with the Statement of Faith or the religious mission of the corporation, and has not fully and properly disavowed such action. The Corporation may, consistent with laws applicable to religious organizations and in furtherance of its religious purposes, utilize religious criteria in all employment decisions.

ARTICLE III
Membership

This Corporation is organized on a Directorship (i.e., Eldership) basis and shall have no members pursuant to N.H. RSA 292:6-b. Any action that would otherwise require approval by a majority of all members shall only require the approval of the Board of Elders (who serve as Directors, as that term is used in RSA 292). All rights that would otherwise vest in members shall vest in the Board of Elders.

Article IV
Dissolution

Section 1. *Dissolution*

In case of dissolution of the Corporation, or the conclusion of its affairs, the Board of Elders of the Corporation shall first pay or make provision for the payment of all the liabilities of the Corporation. Whereupon the Board of Directors shall dispose of all the assets of the Corporation exclusively for the purposes of the Corporation to organizations which are organized and operated exclusively for charitable or religious purposes consistent with those stated in Section 1 of Article II, and holding to religious beliefs consistent, as much as possible, with those set forth in the Corporation's Statement of Faith, and which organizations shall at the time qualify as exempt organizations under Section 501(c)(3) or Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), contributions to which shall at the time qualify as tax deductible under Section 170(a) thereof, as the Board of Directors shall determine.

Section 2. *Other Assets*

Any assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes described in Section 1 of Article II, and holding to religious beliefs consistent, as much as possible, with those set forth in the Corporation's Statement of Faith, or to such organizations as said court shall determine which are organized and operated exclusively for such purposes.

ARTICLE V
Principle Place of Business

The principal office of the Corporation shall be located at 112 High Street, Hampton, New Hampshire, 03833.

ARTICLE VI
Capital Stock

The amount of capital stock, if any or the number of shares is none.

ARTICLE VII
Activities and Non-Inurement of Earnings

Section 1. *Activities*

Notwithstanding any other provision of these articles, the Corporation is organized exclusively for charitable, religious, and educational purposes as specified in Section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law). The Corporation shall not carry on any other activities not permitted to be carried by a corporation, contributions to which deductible under Section 170(c) (2) of the Internal Revenue Code as amended.

Section 2. *Non-Inurement of Earnings*

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, elder, director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation), and no member, trustee, elder, director, or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation.

Section 3. *Political Activities*

No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE VIII
Indemnification

Section 1. *Power to Indemnify in Actions, Suits, or Proceedings Other than Those by or in the Right of the Corporation*

Subject to Section 3 of this Article VIII, the Corporation 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 (other than an action by or in the right of the Corporation) by reason of the fact that such person is or was an Elder, Director or Officer of the Corporation, or is or was serving at the request of the Corporation as a volunteer. Notwithstanding anything in this Article VIII to the contrary, no person shall be indemnified by the Corporation under any provision of this Article VIII or otherwise: (1) with respect to matters as to which he or she shall be finally adjudged in such action, suit, or proceeding to be liable for willful misconduct as such Elder, Director, Officer, or volunteer, and (2) with respect to matters described in RSA 292:2, V-a as to which the articles of agreement of a voluntary corporation may not eliminate or limit the personal liability of a director or officer; and in the event of settlement of any such action, suit, or proceeding brought or threatened, indemnification shall be limited to matters covered by the settlement as to which the Corporation is advised by counsel that such Elder, Director, Officer, or volunteer is not liable for willful misconduct as such.

Section 2. *Power to Indemnify in Actions, Suits, or Proceedings By or in the Right of the Corporation*

Subject to Section 3 of this Article VIII, the Corporation 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 or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that such person is or was an Elder, Director or Officer of the Corporation, or is or was serving at the request of the Corporation as a volunteer, against expenses (including attorneys' fees) actually and reasonably incurred by them in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation; except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been

adjudged to be liable to the Corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstance of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

Section 3. *Authorization of Indemnification*

Any indemnification under this Article VIII (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the Elder, Director, or Officer or person serving at the request of the Corporation should be provided. Such determination shall be made: (1) by the Board of Elders by a majority vote of a quorum consisting of Elders who were not parties to such action, suit, or proceeding; or, (2) if such a quorum is not obtainable, or, even if obtainable, a quorum of disinterested Elders so directs, by independent legal counsel in a written opinion.

Section 4. *Insurance*

The Corporation may purchase and maintain insurance on behalf of any person who is or was an Elder, Director, or Officer of the Corporation, or is or was serving at the request of the Corporation as a volunteer against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power or the obligation to indemnify him or her against such liability under the provisions of this Article VIII or under the provisions of the Voluntary Corporations Law of the State of New Hampshire.

ARTICLE IX
Immunity

No Elder, Director, or Officer of the Corporation shall be liable to the Corporation for monetary damages for breach of fiduciary duty as an Elder, Director, or an Officer except with respect to:

1. Any breach of the Elder's, Director's, or Officer's duty of loyalty to the Corporation;
2. Acts or omissions that are not in good faith or that involve intentional misconduct or a knowing violation of law;

3. Any transaction from which the Elder, Director, Officer, derived an improper personal benefit.

If under New Hampshire law, a voluntary corporation may exempt directors and officers from additional liability than that set forth above, the Elders, Directors, and Officers of the corporation shall be so exempted.

ARTICLE X
Procedure for Amendments

The Corporation's bylaws may be amended by the Elders as set forth in bylaws adopted this date by the Incorporators. 12/13/2021

ARTICLE XI
Signatures and post office address of each incorporator:

<u>Signature and Name</u>	<u>Post Office Address</u>
<u>Paul Hemond</u> Signature	<u>2 OAK DR.</u> <u>12/13/2021</u>
<u>PAUL HEMOND</u> Printed Name	<u>HAMPTON FALLS, NH</u> <u>03844</u> City/Town State Zip
<u>Maureen A Kimball</u> Signature	<u>36 Towle Ave</u> <u>12/13/2021</u>
<u>Maureen A. Kimball</u> Printed Name	<u>Hampton</u> <u>NH</u> <u>03842</u> City/Town State Zip
<u>Kevin D. Kimball</u> Signature	<u>36 Towle Ave.</u> <u>12/13/2021</u>
<u>Kevin D. Kimball</u> Printed Name	<u>Hampton</u> <u>NH</u> <u>03842</u> City/Town State Zip
<u>Brian Abasciano</u> Signature	<u>122 High Street</u> <u>12/13/2021</u>
<u>Brian Abasciano</u> Printed Name	<u>Hampton</u> <u>NH</u> <u>03842</u> City/Town State Zip

Valerie Amano

Signature

Valene Abasciano

Printed Name

122 High St.

Street

Hampton, NH

City/Town

12/13/2021

03842

State

Zip