

*This is an informal translation of the Statutes of Crossroads International Church. As a Dutch law church society, the legal and binding version of such Statutes are the Dutch language version as adopted by notarial deed on 10 November 2020.*

## **Crossroads International Church**

### **Church Society (*Kerkgemeenschap*)**

#### **NAME**

##### **Article 1**

1. The Church's name is: "Crossroads International Church", hereafter to be referred to as: "Crossroads".
2. Crossroads is a church in accordance with Article 2:2 of the Dutch Civil Code and, as such, is entitled to participate as a legal entity in civil procedures.

#### **SEAT**

##### **Article 2**

Crossroads has its seat in Amsterdam, but can also be active elsewhere.

#### **BASIS, OBJECTIVES AND MEANS**

##### **Article 3**

1. The Bible, the inspired and authoritative Word of God, is the sole basis of Crossroads.
2. The objective of Crossroads as a Church, that is the Body of Christ formed by the community of believers, is to bring all people into a personal relationship with Jesus Christ and unite them as believers into His Body, the Church, of which Crossroads Church is a local manifestation. The complete Statement of Faith is described in the bylaws.
3. Crossroads attempts to meet this objective by, amongst others, the following means:
  - a. Regular worship gatherings;
  - b. Organising Bible Studies and Life Groups;
  - c. Offering theological education;
  - d. Training people for Spiritual Leadership tasks;
  - e. Distributing Christian publications/productions, printed, audio-visual or otherwise;
  - f. Offering pastoral care;
  - g. Sending missionaries; and
  - h. To do anything which is, in the widest sense of the word, connected with or may be conducive to the attainment of the objectives set out above.

## **MEMBERSHIP**

### **Article 4**

1. Every individual who has accepted the Lord Jesus Christ as Lord and personal Saviour and been baptised is eligible for membership.
2. The church keeps a register of all members by name and address.
3. A prospective member has to be in agreement with and sign the Crossroads membership covenant.
4. The Board of Elders has the right to grant or deny membership. This can also be delegated to the Leadership Team.
5. A new member, once accepted, will receive written notice thereof.

### **Article 5**

1. Crossroads shall convene a General Members Meeting at least once a year. The announcement and the agenda thereof shall be communicated via the standard communication channels and timing as described in the bylaws. The General Members meeting is announced at least two weeks before the meeting. The agenda shall be sent to all members.
2. The purpose of the General Members Meetings is to:
  - a. let the Board of Elders account for its policies and actions;
  - b. let the Board of Elders account for its financial governance once a year;
  - c. get approval from the members of the annual budget presented by the Board of Elders. Approval requires a majority of the members present at the meeting;
  - d. present those items to the members, which need approval according to these statutes;
  - e. present new developments, planned future strategies and the overall Crossroads vision to the General Members Meeting and to receive feedback from the members.
3. The Board of Elders will appoint a Chair for the General Members Meeting, and will determine the agenda.
4. The members cannot convene a General Members Meeting unless they succeed in motivating the Board of Elders thereof or at least 10% of the members submit a request for a General Members Meeting.
5. All registered members of Crossroads have the right to vote. The Board of Elders has the right to invite non-members of Crossroads to join in the General Meeting if it considers such action appropriate. These invited non-members do not have the right to vote, however.
6. Every member has only one vote, which is only valid if the member is physically present. Non-active members, as meant in art 6.1 sub d, do not have the right to vote. A member is permitted to vote on behalf of another member on the basis of a written proxy.
7. Any decisions must be approved by at least two-thirds of the members present and represented. Voting is done by raising hands, unless the Chair, mentioned under article 5 sub 3, decides that the vote will take place by anonymous, written or electronic vote. Abstentions will be considered as non-votes.
8. The Chair, as mentioned under article 5 sub 3, will decide upon the outcome of the vote. A written report of the General Members Meeting will be produced by the Board of Elders, and will be made available to Crossroads members.

## **TERMINATION OF MEMBERSHIP**

### **Article 6**

1. Membership will be terminated:
  - a. By the death of the member;
  - b. On request of the member;
  - c. When a member moves outside the region;
  - d. By termination by Crossroads due to inactivity. Every member who fails to attend Crossroads activities or who displays a lack of interest over a minimum period of six consecutive months can receive a 'non-active member' status of which they will be informed by Crossroads. Membership can be terminated if this status is continued.
  - e. Through removal. Removal is only possible when a member wittingly violates Crossroads' statutes, values or decisions or intentionally harms Crossroads by whatever means. It is a biblical principle that members can be excluded from the church community if this person;
    - i. Promotes and/or subscribes to a false and distorted non-biblical Christian teachings, or who clearly lives in violation with Christian creed (Galatians 1:8 and 9);
    - ii. Lives an immoral life, violating established Christian values and ethics (2 Thessalonians 3:6 and 11 and 1 Corinthians 5:11);
    - iii. Threatens the unity of the Church.
2. In case of church disciplinary measures (based on Matthew 18:15-18), membership can be terminated by the Board of Elders.
3. Termination of membership by Crossroads can be executed by the Board of Elders; it is of immediate effect once the member has been informed verbally or in writing of his/her termination of membership.

## **CONTRIBUTIONS AND FINANCIAL MEANS**

### **Article 7**

1. Members of Crossroads are expected to contribute to the church financially in accordance with their own personal financial capabilities and are encouraged to adhere to the biblical teaching of tithing "one-tenth".
2. It is the responsibility of the Board of Elders to ensure the budget covers all activities and needs of the church, including mission projects, evangelism and care giving projects.
3. In addition to regular donations from its members, other financial means of Crossroads include donations in general, legacies, inheritances and any other means in accordance with Dutch Law, received from members or other interested parties.
4. Legacies handed down to Crossroads can only be accepted when an acceptable inventory of the legacy has been produced.
5. The Board of Elders are responsible for ensuring that there are processes in place to guarantee financial responsibility and accountability.

## **BOARD OF ELDERS**

### **Article 8**

1. The Board of Elders shall consist of a minimum of three individuals (Elders), and preferably more than six members. Elders should meet the biblical qualifications. Only members can qualify as candidates for a seat on the Board of Elders.
2. When the size of the Board of Elders drops below the minimum as referred to under sub 1, it will inform the members of Crossroads via regular communication channels.
3. Every member of Crossroads has the right to submit the names of one or more candidates whom they consider capable of and suitable for being an Elder and whom they think the Lord has called to this task.
4. The Board of Elders has the right to add to the list of nominated individuals.
5. The Elder selection process may be further outlined in the bylaws. The selection procedure involves all members.
6. Once the prospective Elder has accepted the appointment, the Board of Elders shall inform the members of Crossroads through regular communication channels.
7. Every member has the right to object in writing against the candidacy of a nominee to the Board of Elders within two weeks of the announcement of the candidacy as referred to under sub 6 of this article. The objection to the nominee should be based on the lack of biblical qualifications or supposed inability to perform the envisioned tasks.
8. The Board of Elders will have final say over any objection and is obliged to inform the member objecting in writing of its reasons, if the objection is not accepted. However, if the Board of Elders accepts the objection, the nominee will automatically be disqualified. It is the undisputable right of the Board of Elders to choose to inform, or refrain from informing the General Members Meeting with or without mentioning the reasons for disqualification, for reasons of protecting the privacy of the nominee.
9. The Board of Elders will keep a record of the names and addresses of all Elders, including all members of the Leadership Team.
10. In principle, the Elders serve for a period of three years. The term can be extended by two more years. After a five year term, the eldership term ends automatically. It is also possible for an Elder to serve for a shorter term. Should an Elder be re-selected, there must be at least a period of one year between serving terms.

## **TERMINATION OF ELDERSHIP – SUSPENSION**

### **Article 9**

1. Each Elder is can be terminated or suspended thereof by the Board of Elders, but only in case:
  - a. the Elder has lost the biblical qualifications to the extent that it has become obvious to all other members of the Board of Elders;
  - b. the Elder's behaviour is contradictory to and in violation of Crossroads' interests;
  - c. the Elder threatens the unity within Crossroads.
2. Two or more members together have the right to file a complaint against an Elder in accordance with 1 Timothy 5:19-22. The Board of Elders will decide on the procedures that have to be followed and any measure that might have to be taken.
3. Termination or suspension of an Elder becomes effective immediately following the verbal or written notification thereof by the Board of Elders. The Board of Elders has

the undisputable right to either reinstate or terminate the Elder following expiry of the initial suspension period, weighing the interests of both the congregation and the Elder concerned.

4. The Board of Elders reserves the right, in consultation with the Elder concerned, to extend a leave of absence from the Board of Elders. During this period, the Elder will not fulfil an active role in the Board of Elders. Reinstatement will be by mutual consent.

## **ELDERSHIP DUTIES – BOARD DECISION MAKING PROCESS**

### **Article 10**

1. The Board of Elders will appoint a Chair Elder, who will ensure the effective and orderly execution of each meeting.
2. The Board of Elders will appoint a minutes secretary who must ensure that following each meeting of the Board of Elders, the minutes are produced and presented to the Elders. In the next meeting the minutes will be accepted as an authentic report of the meeting and the decisions taken therein, if no objections are brought against them.
3. The Board of Elders shall meet at least once every month. Every Elder has the right to add items to the agenda for each meeting. The final agenda will be produced in consultation with the Elders at the beginning of each meeting.
4. Decision making within the Board of Elders requires a minimum of seventy-five percent of the votes. However, the Board of Elders shall seek unanimous consent for each of its decisions whenever possible.
5. Each Elder is to regard the unity, well-being and growth of Crossroads as superior to his/her own private interests in the decision making process.

## **DUTIES OF THE BOARD OF ELDERS – REPRESENTATION**

### **Article 11**

1. The Board of Elders is the governing authority within Crossroads.
2. The Board of Elders is authorised to delegate elder tasks.
3. The Board of Elders is authorised to buy, sell or encumber fixed assets, however subject to the limitations set out in sub 5b of this article.
4. The Board of Elders is not authorised to enter into a contract by which Crossroads stands surety for someone, is liable for the debts of somebody else, puts itself at risk for a third party or co-signs a loan for somebody else.
5. The Board of Elders needs authorisation of the General Meeting of members for:
  - a. any unbudgeted transaction involving the acquisition, disposal or encumbrance of unbudgeted liquid assets which exceed a value of 5% of the annually approved budget; and
  - b. any transaction involving acquisition, disposal or encumbrance of registered property.
6. The Board of Elders is authorised to appoint, suspend or dismiss any member of the Leadership Team. The Board of Elders is required to inform the General Members Meeting of any such decision without delay.
7. The Board of Elders officially represents Crossroads, in legal and other matters. This right of representation also applies to two Elders acting jointly, as long as at least one of them is not a member of the Leadership Team. The Board of Elders has the right

to appoint an individual Elder, staff members or others to officially represent Crossroads.

8. The Board of Elders has authority on all matters not specifically assigned to other bodies by these statutes.

## **LEADERSHIP TEAM**

### **Article 12**

1. The Board of Elders will appoint a Leadership Team. The people in the team should meet the biblical qualifications of Elders. Only members can qualify as candidates for a seat on the Leadership Team.
2. The Leadership Team preferably consists of but is not limited to three people and consists of at least two people.
3. The Leadership Team members are all equal in authority, but do have clear and separate areas of responsibility as defined and approved by the Board of Elders.
4. The Leadership Team will lead on the basis of co-operative leadership.
5. The members of the Leadership Team will, by virtue of their position, also become members of the Board of Elders. Their membership of the Board of Elders starts on the day they become a member of the Leadership Team and ceases on the day their role on the Leadership Team comes to an end. The Board of Elders will inform the members hereof via the standard channels of communication. Sub 2, 3, 5, 6, 7, 8 and 10 of article 8 do not apply to the selection process for members of the Leadership Team or their maximum term as member of the Board of Elders.
6. Members of the Leadership Team have the same rights and obligations within the Board of Elders as the other Elders, other than where the issue at hand relates to the functioning and performance of one or members of the Leadership Team. Members of the Leadership Team may be asked not to participate in discussions regarding the functioning and performance of one or members of the Leadership Team and will in that case not vote on any proposals related thereto.
7. The Leadership Team will select staff members, while the Elders sign the contracts of staff members. This task can be delegated to the Leadership Team, other than in relation to contracts of members of the Leadership Team itself.

## **ANNUAL REPORTS, ACCOUNTS AND ACCOUNTABILITY**

### **ARTICLE 13**

1. The Board of Elders will annually appoint an audit committee of three members, none of whom are allowed to be members of the Board of Elders. This audit committee will inspect the annual report and financial records and will report its findings to the General Members Meeting. At least one of the members of this committee must be professionally qualified for this task. In case no professionally qualified committee member can be found, external professional assistance can be acquired in order to assist the committee. The Board of Elders and the church staff are to assist the committee to the best of their abilities in order to ensure expediency. The financial year shall coincide with the calendar year.
2. The Board of Elders has the obligation to ensure records are kept of Crossroads' assets and liabilities so that its rights and debts are always clear and they can be used to

prepare the annual accounts and annual report. The Board of Elders may delegate this responsibility to the Leadership Team

3. The Board of Elders shall account for its financial governance within six months of the end of the financial year.
4. The Board of Elders must ensure there are processes in place to keep the records related to bookkeeping for a period of seven years.

## **STATUTORY CHANGES**

### **Article 14**

1. Any changes to articles 3, 15 and/or 16 of these statutes require a two-thirds majority approval of the members present at a General Members Meeting. All other articles can be changed through a unanimous decision by the Board of Elders. The Board of Elders must report such a change to the members at a subsequent General Members Meeting.
2. A change to the statutes will become effective following the execution of a notarial deed of amendment to that effect. Each member of the Board of Elders is authorised to sign such a deed.
3. All members must be informed of any changes to the statutes via standard communication channels.

## **DISSOLUTION**

### **Article 15**

1. Crossroads can only be dissolved by a decision of the General Members Meeting of Crossroads on the basis of a two-thirds majority approval of members present at such a meeting.
2. The estate, following dissolution, shall be used and distributed to support Christian mission work and/or humanitarian aid, as decided by the Board of Elders.

## **BYLAWS**

### **Article 16**

1. The Board of Elders may set further regulations for the ministry of Crossroads in a set of bylaws.
2. Such bylaws must at all times be in accordance with Dutch Law as well as these statutes.
3. Every change in the bylaws will be presented to the members in the General Members Meeting.

Signed by the Notary

Mr. Dirk-Jan Jeroen Smit, Amsterdam

10 November 2020

