

STATE OF SOUTH CAROLINA	)	IN THE COURT OF COMMON PLEAS
COUNTY OF RICHLAND	)	OF THE FIFTH JUDICIAL CIRCUIT
	)	
Dr. Aaron Bishop, Dr. Jennifer Bishop,	)	
Greater Columbia Community Development	)	CASE NO.: 2023-CP-40-06070
Corporation, and Grace Christian Church	)	
	)	
Plaintiffs,	)	<u>ANSWER AND COUNTERCLAIM</u>
	)	
Vs.	)	
	)	
Angela Bishop Hammonds, Robin McRae,	)	
And Roderick Bishop.	)	
	)	
Defendants.	)	
_____	)	

Defendants Angela Bishop Hammonds, Robin McRae, and Roderick Bishop (“Defendants”) Answering the Summons and Complaint of Plaintiffs, responds as follows:

1. Plaintiffs deny each and every allegation of Plaintiffs Complaint which is not hereinafter specifically admitted, qualified, or explained.
2. The allegations contained in Paragraph one of the Complaint are legal conclusions and require no response.
3. Plaintiffs deny the allegations in paragraph two of the Complaint in part and admit the allegations in apart. Defendants assert Grace Christian Ministries Incorporated’s name was changed to Greater Columba Community Development Corporation by way of amendment in May of 2010. Thus, Greater Columbia Community Development Corporation is NOT a dba of Grace Christian Ministries Inc. but IS Grace Christian Ministries Inc. Defendants admit that the Corporation is a nonprofit corporation organized and incorporated in the State of South Carolina.
4. Defendants deny the allegations contained in paragraph number three; Defendants are not aware of any business entity named Grace Christian Church. Defendants admit that

Greater Columbia Community Development Corporation is a religious place of worship located in Richland County, South Carolina. Defendants admit that the Board of Directors consisting of Defendants and Defendants only control the Greater Columbia Community Development Corporation. In so far as Plaintiffs refer to Grace Christian Church as “the Church” Defendants are not aware of any business entity bearing that name, therefore Defendants deny that “the Church” as defined by Plaintiffs is a religious place of worship located in Richland County, South Carolina. Defendants deny that the Corporation controls “the Church” as defined by Plaintiffs.

5. Plaintiffs deny the allegations contained in paragraph three in so much as they are not familiar with any entity named “Grace Christian Church.” To the extent Plaintiff’s mean Grace Christian Church of South Carolina, and or Greater Columbia Community Development Corporation, Defendants admit the allegations in paragraph three.
6. Defendants admit the allegations in paragraph four in part and deny in part. Defendants assert that they are members of Greater Columbia Community Development Corporation, and that they sit on the Board of Directors for the Greater Columbia Community Development Corporation. Defendants deny having knowledge of being members of “the Church” as defined by Plaintiffs.
7. Defendants admit the allegations contained in paragraph five.
8. Defendants admit the allegations contained paragraph six.
9. Defendants admit the allegations contained in paragraph seven.
10. Defendants deny the allegations contained in paragraph eight in part and admit the allegations in part. Defendants assert that the attached exhibit does not reflect the Bylaws which govern the Greater Columbia Community Development Corporation. Defendants

will show unto this Honorable Court that Bylaws adopted in January of 2007 govern the Greater Columbia Community Development Corporation.

11. Defendant denies the allegations contained in paragraph number nine and assert that Dr. Aaron Bishop was not appointed permanently by Corporation By laws. Defendants are without sufficient knowledge to admit or deny that Plaintiff Dr. Aaron Bishop is the Pastor of “the Church,” as defined by Plaintiff or who appointed him to said position of “the Church.”
12. Defendants deny the allegations contained in paragraph number ten in that Defendants once again assert, they are without knowledge as to any business entity named Grace Christian Church. Defendants assert that Plaintiff Dr. Aaron Bishop served as Pastor of Greater Columbia Community Development Corporation until he took a sabbatical in March of 2022.
13. Defendants deny the allegations contained in paragraph number eleven in part and admit the allegations in part. Once again, Plaintiffs are not aware of any business entity named Grace Christian Church. Defendants assert that Plaintiff Dr. Aaron Bishop serves as a non-voting board member of Greater Columbia Community Development Corporation. Defendants admit that Plaintiff is a member of Greater Columbia Community Development Corporation.
14. Defendants admit the allegations contained in paragraph number twelve.
15. Defendants admit the allegations contained in paragraph number thirteen.
16. Defendants admit the allegations contained in paragraph number fourteen.
17. Defendants admit the allegations contained in paragraph number fifteen.
18. Defendants admit the allegations contained in paragraph number sixteen.

19. Defendants are without sufficient knowledge to admit or deny the allegations contained in paragraph number seventeen.
20. Defendants admit the allegations contained in paragraph number eighteen in so much as a letter was sent to Plaintiff Dr. Aaron Bishop extending his sabbatical, however, Defendants deny that the letter was sent by “the Church’s” administrative team, as the Defendants have no knowledge of who “the Church” is as defined by Plaintiffs, Defendants assert that the letter extending the sabbatical was sent by the Board of Directors consisting the Defendants.
21. Defendants admit the allegations contained in paragraph number nineteen.
22. Defendants deny the allegations contained in paragraph twenty insomuch as Defendants do not know who “The Church” is. Defendants admit that members of the church have the right to have notice of every meeting called within the Church pertaining to Church matters as it pertains to Greater Columbia Community Development Corporation.
23. Defendants deny the allegations contained in paragraph twenty as Defendants once again, have no knowledge of who “the Church” is as defined by Plaintiffs. In so much as Plaintiff Dr. Aaron Bishop is a member of Greater Columbia Community Development Corporation, and the Bylaws are silent as to if the members of the church are due notice of every meeting, Defendants assert the rules default to the South Carolina Non-Profit Corporation Act.
24. Defendants deny the allegations in paragraph twenty- two and demand strict proof thereof.
25. Defendants deny the allegations in paragraph twenty-three and demand strict proof thereof.

26. Defendants admit the allegations contained in paragraph number twenty-four and deny in part the allegations contained in paragraph number twenty-four. Defendants admit that they held a “Church Meeting.” Defendants deny that the meeting was held without prior notice being given to Plaintiffs Dr. Aaron Bishop and Dr. Jennifer Bishop. Defendants would show unto this Honorable Court that notice of this meeting was sent to the church congregation through a church management system for all church members including Plaintiff Dr. Aaron Bishop and Plaintiff Dr. Jennifer Bishop.
27. Defendants deny the allegations contained in paragraph number twenty-five and would show unto this Honorable Court that notice of said meeting was properly sent to Plaintiffs.
28. Defendants admit the allegations contained in paragraph number twenty-six in so much as Sean Dreher resumed his position as interim pastor of the Greater Columbia Community Development Corporation as Plaintiff Dr. Aaron Bishop did not return from his Sabbatical as he indicated he would.
29. Defendants admit in part the allegations contained in paragraph number twenty-seen and deny in part the allegations contained in paragraph number twenty-seven. Defendants admit that a letter was sent by Plaintiff Dr. Aaron Bishop to Interim Pastor Sean Dreher; Defendants deny that the letter is the letter attached in Plaintiff’s Complaint.
30. Defendants are without sufficient knowledge to admit or deny the allegations contained in paragraph number twenty-eight. Defendants have no knowledge of Pastor Aaron Bishop appointing Dr. Jennifer Bishop as Co-Pastor of “the Church” insomuch as Defendants don’t know who “The Church” is and were not privy to any appointment of Dr. Jennifer Bishop to the Greater Columbia Community Development Corporation as

Co-Pastor or in any other capacity. Defendants deny that an appointment of Dr. Jennifer Bishop to Co-Pastor of Greater Columbia Community Development Corporation would not have required a Board vote.

31. Defendants are without knowledge sufficient to admit or deny the allegations contained in paragraph twenty-nine as it pertains to the appointment of seven (7) new Board members. Defendants deny that appointments of new Board members may be done without the consent of the Board under the Bylaws of the Greater Columbia Community Development Corporation and Defendants deny the Bylaws of the Greater Columbia Community Development Corporation require the Board of Directors to consists of twelve (12) persons.
32. Defendants admit the allegations contained in paragraph number thirty.
33. Defendants admit the allegations contained in paragraph number thirty-one.
34. Defendants deny the allegations contained in paragraph number thirty-two insomuch as the meeting was called and held in accordance with the laws of the State of South Carolina and the Bylaws of Greater Columbia Community Development Corporation.
35. Defendants deny the allegations contained in paragraph number thirty-three as Defendants deny Plaintiff Dr. Aaron Bishop had the authority to appoint new Board members without a vote.
36. Defendants deny the allegations contained in paragraph number thirty-four.
37. Defendants deny the allegations contained in paragraph number thirty-five.
38. Defendants deny the allegations contained in paragraph number thirty-six.
39. Defendants admit the allegations contained in paragraph number thirty -seven and deny the allegations contained in paragraph number thirty-seven in that Defendants admit they

sent Dr. Aaron Bishop a Letter of Termination and deny that they held an unduly and invalid meeting on November 1, 2023.

40. Paragraph number thirty-eight do not require a response.

41. Defendants admit the allegations contained in paragraph thirty-nine.

42. Defendants admit the allegations contained in paragraph forty.

43. Defendants deny the allegations contained in paragraph forty-one in-so much as

Defendants have no knowledge of who “the Church” is as defined by Plaintiffs.

Defendants would assert that the notice required to be given to church members of

Greater Columbia Community Development Corporation is defined by the 2007 Bylaws.

44. Defendants deny the allegations contained in paragraph forty-two as Defendants have no

knowledge of “the Church” as defined by Plaintiffs. Defendants admit that members of a

nonprofit corporation are due notice of certain hearings and or meetings in accordance

with that corporations Bylaws. To the extent a corporation’s Bylaws do not address the

manner in which members are to receive notice, the South Carolina Non-Profit

Corporation rules and procedures apply.

45. Defendants deny the allegations contained in paragraph forty-three and demand strict proof thereof.

46. Defendants deny the allegations contained in paragraph forty-four and demand strict

proof thereof. Defendants assert that the Bylaws by which they operate have been in

effect since at least 2007.

47. Defendants deny the allegations contained in paragraph forty-five.

48. Defendants vehemently deny the allegations contained in paragraph forty-six and demand strict proof thereof.

49. Defendants deny the allegations contained in paragraph forty-seven.
50. Paragraph number forty-eight is a conclusion of law and requires no admission or denial.
51. Defendants admit the allegations in paragraph number forty-nine.
52. Defendants admit the allegations in paragraph number fifty.
53. Defendants deny the allegations contained in paragraph number fifty-one.
54. Defendants deny the allegations contained in paragraph number fifty-two.
55. Defendants deny the allegations contained in paragraph number fifty-three.
56. Defendants deny the allegations contained in paragraph number fifty-four.
57. Defendants deny the allegations contained in paragraph number fifty-five.
58. Defendants deny the allegations contained in paragraph number fifty-six.
59. Defendants deny the allegations contained in paragraph number fifty-seven.
60. Defendants admit the allegations contained in paragraph number fifty-eight.
61. Defendants deny the allegations contained in paragraph number fifty-nine.
62. Defendants deny the allegations contained in paragraph number sixty.
63. Defendants deny the allegations contained in paragraph number sixty-one.
64. Defendants deny the allegations contained in paragraph number sixty-two.
65. Defendants deny the allegations contained in paragraph number sixty-three through sixty-six.
66. The allegations in Paragraph number sixty-seven do not require a response.

AND BY WAY OF COUNTERCLAIM
PARTIES, JURISDICTION, VENUE, AND FACTS OF THE CASE

1. Defendants Angela Bishop Hammonds, Robin McRae, and Roderick Bishop are the biological siblings of Plaintiff Dr. Aaron Bishop and the in laws of Plaintiff Dr. Jennifer Bishop.

2. Grace Christian Ministries Inc. (herein referred to as GCMI) was founded by the late Robert L. Bishop and his wife Dr. Azalee C. Bishop; parents of Plaintiff Dr. Aaron Bishop, and Defendants Robin McRae, Roderick Bishop, and Angela Bishop Hammonds.
3. Grace Christian Ministries Inc was Incorporated with the South Carolina Secretary of State's office on October 23rd, 1985. (Please See Exhibit A).
4. In June of 2006 Bishop Robert L. Bishop passed away. In 2007 the Board of Trustees, appointed Plaintiff Dr. Aaron Bishop to serve as Pastor of Grace Christian Ministries Inc.
5. In January of 2007 Plaintiff Dr. Aaron Bishop along with the Board of Trustees updated the Grace Christian Ministries Inc.'s Membership Handbook, By-Laws, and Constitution (See Exhibit B)
6. On May 12, 2010, Plaintiff Jennifer Bishop presented to the South Carolina Secretary of State's office and changed the name of Grace Christian Ministries Inc. to Greater Columbia Community Development Corporation (herein referred to as "the Corporation". (SEE EXHIBIT C).
7. At the same time Plaintiff Jennifer Bishop changed the name of Grace Christian Ministries Inc., she also filed Articles of Amendment updating the Board members to include Angela Bishop Hammond, Robin McRae, Roderick Bishop, Aaron Bishop, and Jennifer Bishop. (See Exhibit D).
8. Greater Columbia Community Development Corporation's Board of Directors exists to oversee the day-to-day operations of the church and to serve as a system of checks and balance of power on the Pastor and different departments within the church.

9. On or about August 19th, 2014, Plaintiff Jennifer Bishop Incorporated with the South Carolina Secretary of State's Office "Grace Christian Church of South Carolina." Listed on the Articles of Incorporation was that the corporation was nonprofit in nature and was a religious corporation that was to have members. Filed with the Articles of Incorporation were Bylaws (Please See Exhibit E).
10. In March in 2021, Dr. Azalee C. Bishop passed away in her sleep unexpectedly.
11. On or about March 25, 2022, Plaintiff Dr. Aaron Bishop sent the Board of Directors (then consisting of the Defendants in this case) a letter stating that he was taking a six-month sabbatical (herein referred to as "the Sabbatical letter.") and requested compensation for said sabbatical. This letter indicated the sabbatical would begin on Sunday March 27, 2022, and conclude on Saturday October 1, 2022. (Please See Exhibit F).
12. On March 26th, 2022, a Board meeting was held via Zoom. In attendance was Plaintiff Pastor Dr. Aaron Bishop, Defendants Angela Bishop Hammonds, Robin McRae, Roderick Bishop, and a non-voting guest Reverend Dr. James Gibbs. (Please See Exhibit G- meeting minutes from the Board Meeting). At this meeting the acceptance of Plaintiff Dr. Aaron Bishop's request for paid sabbatical was discussed and Reverend Dr. James Gibbs was appointed Interim Pastor for Grace Christian Church for the next six (6) months.
13. On October 20, 2022, The Board of Directors sent Plaintiff Aaron Bishop a letter indicating that due to Plaintiff Dr. Aaron Bishop not returning to his position as pastor by the date indicated in his Sabbatical Letter to them, they were extending his sabbatical until January 1, 2024, without pay. (Please See Exhibit H) This letter also outlined that

Plaintiff Dr. Aaron Bishop was to “refrain from conducting any spiritual, financial, business, or legal matters for the church which included “conducting bible study, prayer meetings, business meetings, or any ordinances connected to Greater Columbia Community Development Corporation.”

14. On October 1, 2023, a meeting was held between the Board of Directors, Church Members, and the Church Congregation at large. All members of Greater Columbia Community Development Corporation members were sent notice of the meeting in accordance with the Corporation’s Bylaws and through the Corporation’s internal messaging system. Plaintiffs were also included on this notice (See Exhibit I) The overwhelming consensus of the church congregation was that Plaintiff Dr. Aaron Bishop had been negligent in his duties as Pastor of the Corporation and that the congregation no longer desired for him to Pastor them. (Please See Exhibit J- meeting minutes).
15. On or about October 15, 2023, Plaintiff Dr. Aaron Bishop announced on Facebook that he had returned to the pulpit at Grace Christiaan Church unbeknownst to the Board of Directors or to the congregation (Please See Exhibit K).
16. On or about October 24th, 2023, Defendants Angela Bishop Hammonds, Robin McRae, and Roderick Bishop served Plaintiffs with a cease-and-desist letter as well as a Notice of Special Meeting. According to Plaintiffs Complaint, on this same day, Plaintiff Dr. Aaron Bishop “returned from his sabbatical, and appointed Dr. Jennifer Bishop as Co-Pastor of the Church. According to Plaintiff’s complaint On October 24th, 2023, Plaintiff Dr. Aaron Bishop, “appointed seven (7) additional Board members to the Board. Defendants, received no notice of said “appointment of the new Board members.”

17. On November 1st, 2023, a Special Meeting to address the issue of Plaintiff Aaron Bishop continuing to Pastor the Church was held. In attendance were the Board of Directors, with the exception of Plaintiffs who were given notice in accordance with The South Carolina Non-Profit Corporation Act.
18. On November 8th, 2023, The Board of Directors were sent an email from Defendant Aaron Bishop announcing that he would hold a Special Meeting on November 8th via Zoom.
19. On November 8, 2023, all three Defendants attended the “Special Meeting” hosted by Plaintiff Aaron Bishop. In this meeting Plaintiff Aaron Bishop declared that he, as Pastor of Grace Christian Church of South Carolina, was the only party legally authorized to call and hold a Special Meeting, thus he single- handedly attempted to invalidate the Special Meeting held on November 1, 2023. Additionally in this same meeting Plaintiff Aaron Bishop declared that he had installed a “new Board,” rescinded the Cease-and-Desist letter sent to him by Defendants and received permission from the “new Board” to continue to serve as Pastor of Grace Christian Church.

FOR A FIRST CAUSE OF ACTION AND BY WAY OF COUNTERCLAIM
(DECLARATORY JUDGMENT AS TO THE THERE EXISTING TWO
DIFFERENT BUSINESS ENTITIES/ CHURCH’S)

20. Defendants hereby reallege and reincorporate each and every allegation previously stated as if repeated verbatim.
21. Grace Christian Ministries Inc. was incorporated in October of 1985. In May of 2010, the name was changed to Greater Columbia Community Development Corporation by Plaintiff Jennifer Bishop.

22. On August 19th, 2014, Plaintiff Dr. Jennifer Bishop presented to the South Carolina Secretary of State's office and formed a new and separate business entity; Grace Christian Church of South Carolina.
23. The actual building located at 5010 Monticello Road Columbia, South Carolina 29203, is owned by Greater Columbia Community Development Corporation and not by Grace Christian Church of South Carolina.
24. Defendants are informed and believe that declaring Greater Columbia Community Development Corporation a business entity distinct and separate from Grace Christian Church of South Carolina is critical in helping these Parties navigate possible negotiations in this matter and helping the Court to determine the rightful owner(s) of the property should this case come to trial.
25. For these and other reasons, Defendants are informed and believe that they are entitled to an Order of this Honorable Court declaring Greater Columbia Community Development Corporation and Grace Christian Church of South Carolina to be two separate and distinct business entities.

FOR A SECOND CAUSE OF ACTION AND BY WAY OF COUNTERCLAIM
(Declaratory Judgement as to which By-Laws shall govern)

26. Defendants hereby reallege and reincorporate each and every allegation previously stated as if repeated verbatim.
27. The Membership Handbook, By-Laws, and Constitution of Grace Christian Ministries Inc. were updated in January of 2007. This membership Handbook, By-Laws and Constitution continued to be followed by the Parties even after the name change that occurred in May of 2010.

28. Defendants as the Board of Directors continued to follow that same set of Bylaws until October of 2023, when Plaintiff Aaron Bishop changed the locks to the building and prevented Defendants from further entering said building. Defendants were unaware that a new church (Grace Christian Church of South Carolina) had been formed by Plaintiff Jennifer Bishop in 2014 and have never seen the Bylaws associated with that church until this action was filed.
29. Defendants would show unto this Honorable Court that no other Bylaws were adopted by Greater Columbia Community Development Corporation.
30. Defendants are informed and believe that it is vital to this case that the Court determine which Bylaws are legit and which will govern this case.
31. For these and other reasons, Defendants are informed and believe they are entitled to an Order of this Honorable Court declaring the Bylaws adopted in January of 2007 to be the Bylaws that will govern this case.

FOR A THIRD CAUSE OF ACTION AND BY WAY OF COUNTERCLAIM

(Declaratory Judgement as to which Business Entity owns the building)

32. Defendants hereby reallege and reincorporate each and every allegation previously stated as if repeated verbatim.
33. That real property known as 5010 Monticello Road Columbia, South Carolina 29203, is owned and deeded to Greater Columbia Community Development Corporation and NOT Grace Christian Church of South Carolina. (Please See the attached).
34. Therefore, Defendants are informed and believe they are entitled to an Order of this Honorable Court declaring Greater Columbia Community Development Corporation the

owner of that real property that is 5010 Monticello Road Columbia, South Carolina 29203.

FOR A FIFTH CAUSE OF ACTION AND BY WAY OF COUNTERCLAIM
(ATTORNEYS FEES)

35. Defendants hereby reallege and reincorporate each and every allegation previously stated as if repeated verbatim.

36. Defendants are informed and believe that not but for the unreasonable actions of Plaintiffs they would not have been forced to hire an attorney to defend against this action, for these and other reasons Defendants are informed and believe that they are entitled to an Order of this Honorable Court requiring Plaintiffs to reimburse Defendant's reasonable attorney's fees, suit monies, and other fees associated with the defending of this action.

WHEREFORE Defendants pray for an Order of this Court:

- A. Denying the relief requested by Plaintiffs; and
- B. Declaring Greater Columbia Community Development Corporation, a separate and distinct business entity from Grace Christian Church and Grace Christian Church of South Carolina; and
- C. Declaring the Bylaws as amended in January of 2007 the governing Bylaws; and
- D. Declaring Greater Columbia Community Development Corporation, the owner of that real property that is 5010 Monticello Road Columbia, South Carolina 29203; and
- E. Awarding Defendants treble and punitive damages due to Plaintiff's illegally evicting Defendants; and

- F. Finding that Plaintiff Dr. Aaron Bishop was lawfully terminated as Pastor of Greater Columbia Community Development Corporation; and
- G. Requiring Plaintiffs to immediately surrender the keys to the building and to immediately vacate the premises; and
- H. Restraining Plaintiffs from in anyway posting or speaking about Greater Community Development Corporation, or Grace Christian Ministries Inc., in a way in which the public would believe Plaintiffs to still be affiliated with Greater Community Development Corporation, or Grace Christian Ministries Inc; and
- I. Requiring Plaintiffs to pay Defendants reasonable attorney's fees, suit monies, and other fees related to the Defending of this action; and
- J. For all other and further relief as this Honorable Court shall deem just, proper, and fair.

BY: Respectfully Submitted
THE CUTTINO LAW FIRM LLC
/s/ Shaquana Cuttino Esq.
Attorney for Defendants
5115 Forest Drive Suite G1
Columbia, South Carolina 29206
(803) 542-7455 (Office Phone)
(803) 818-2389 (Office Fax)
thecuttinolawfirm@gmail.com

EXHIBIT A

TO BE A TRUE AND CORRECT COPY
FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE
OCT 18 2022 For Filed
REFERENCE TO 16944

Declaration and Petition for Incorporation

John T. Campbell
FILED
OCT 23 1985
7/10/10/11/12/13/14/15/16

DECLARATION MUST BE TYPEWRITTEN
DO NOT FILE IN DUPLICATE

KLH 01/02 4973
05-014760/05-014760 16.40.00 007
10-23-05 PMT. \$3.00
SECT OF STATE OF SOUTH CAROLINA

The undersigned declarants and petitioners
NAME STREET ADDRESS AND CITY
Pearson, Ollie Route 1 - Jenkinsville
Bishop Robert 3627 Maybank Street, Columbia, S.C.
Bishop Azalee 3627 Maybank Street, Columbia, S.C.
Pearson, Charles Route 1 - Jenkinsville
Grace Christian Ministries

being two or more of the officers or agents appointed to supervise or manage the affairs of
Ministries

which has been duly and regularly organized for the purposes hereinafter to be set forth, do affirm and declare:
That at a meeting of the aforesaid organization, held pursuant to the by-laws or regulations of the said organization, they were authorized and directed to apply for incorporation.

That the said organization holds, or desires to hold, property in common for a Religious, Educational, Social, Fraternal, Charitable or other
ecclesiastical purpose, or any two or more of said purposes, and is not organized for the purpose of profit or gain to the members, other than is
above stated, or for the insurance of life, health, accident or property; and that the three days' notice is in the Columbia Record
State a newspaper published in the County of Richland

has been given that the aforesaid Declaration would be filed.

The said Declarants and Petitioners further declare and affirm:

FIRST. Their names and residences are as above given.

SECOND. The name of the proposed Corporation is Grace Christian Ministries, Inc.

THIRD. The place at which it proposes to have its headquarters or to be located is POST OFFICE BOX 4358
Columbia, S.C.

(Street and Number)

in the City of Religious - Spiritual Services

FOURTH. The purpose of the said proposed Corporation is
to the Family who desire the services

FIFTH. The names and residences of all Managers, Trustees, Directors or other officers, are as follows:

NAMES	TITLE	ADDRESS
Robert Bishop	Pastor	3627 Maybank Street
Charles Pearson	Trustee	Route 1 - Jenkinsville, S.C.
Edward Harts	Deacon	Route 1, Jenkinsville, S.C.
Azalee Bishop	Christian Education	3627 Maybank Street
Ollie Pearson	Missionary	Route 1 - Jenkinsville, S.C.
Harold Byers	Treasurer	Route 1 - Jenkinsville, S.C.

SIXTH. That they desire to be incorporated in perpetuity for number of years 100 years

Wherefore your petitioners pray that the Secretary of State do issue to the aforesaid

Grace Christian Ministries

(Signed Name of Association)

A Certificate of Incorporation, with all rights, powers, privileges and immunities, and subject to all the limitations and disabilities conferred by Title 11, Chapter 31, 1976 Code, and Acts amendatory thereto, to provide for the incorporation of Religious, Education, Social, Fraternal or Charitable Churches, Lodges, Societies, Associations, or Companies, and for amending the Charters of those already formed and to be formed.

(Sign here)

Robert A. Bishop
Azalee C. Bishop
Ollie Pearson
Charles Pearson
Edward Harts

Date 10/10/85

19

(Witness or other doc)

TO BE A TRUE AND CORRECT COPY

INSTRUCTIONS

FROM AND COMPARED WITH THE
ON FILE IN THE OFFICE OF THE

CHARTER—Churches, Religious Organizations, Religious Societies, Religious Institutions and Volunteer Fire

Oct 18 2023

Departments.....

\$3.00

REFERENCE ID: 1459048

Other Non-profit Corporations.....

\$15.00

Fees are payable to the Secretary of State.

Two petitioners are all that is required.

State the purpose of your organization tersely in general terms. Do not attempt to include therein matter that should go into your by-laws, or specifically ask for certain powers granted under the law to all corporations—such as the right to buy and hold property, to have a common seal, etc.

SHOULD ASSOCIATION BE OTHER THAN A CHURCH, HAVE THE SHERIFF ENDORSE THE PETITION.

THE AFFIDAVIT BELOW MUST BE COMPLETED BEFORE THE CHARTER WILL BE ISSUED.

AFFIDAVIT EXECUTED AS A PART OF THE DECLARATION AND PETITION FOR INCORPORATION OF A PROPOSED CORPORA-

TION NAME GRACE CHRISTIAN MINISTRIES, INC.

STATE OF SOUTH CAROLINA)

COUNTY OF RICHLAND)The undersigned ROBERT L. BISHOP, AZALEE BISHOP, OLLIE PEARSON, CHARLIE PEARSON

do hereby certify that they are the officers or persons signing the petition for incorporation of a non-profit corporation having no capital stock, that all the facts in the petition are true and correct and that the corporation will not operate for a profit for itself or any of its members.

Sworn to before this 10 thday of October 19 85

Notary Public for South Carolina

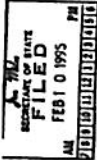
My commission expires Jan 24, 1988

Robert L Bishop
Azalee Bishop
Ollie Pearson
Charlie Pearson

NOTICE: IF IT IS FOUND THAT THE CORPORATION IS OPERATED FOR PROFIT, THIS MAY BE GROUNDS FOR REVOCATION OF CHARTER.

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

Oct 18 2023
REFERENCE ID: 14510448
J. H. HARRIS
STATES OF SOUTH CAROLINA
SECRETARY OF STATE
JIM KILPATRICK
NONPROFIT CORPORATION
ARTICLES OF AMENDMENT



Pursuant to the provisions of § 33-31-1003 of the 1976 South Carolina Code, as amended, the applicant delivers to the Secretary of State these articles of amendment.

1. The name of the nonprofit corporation is STATE Christian Ministries, Inc.

2. Specify (a) the text of every amendment adopted, and (b) list when each amendment was adopted:
Sec 8th Amendment

Adopted - January 31, 1995

3. ☒ By checking this paragraph #3 the applicant represents that (a) approval of the amendment by the members was not required, and (b) that the amendment was approved by a sufficient vote of the board or directors of the corporation. (Do not check this paragraph #3 if member vote was required or if the required vote of directors or incorporators was not obtained.)

4. If the approval of the members was required to adopt the amendment(s), provide the following information:

- (a) Designation (Classes of Membership) _____
- (b) Number of memberships outstanding _____
- (c) Number of votes entitled to be cast by each class entitled to vote separately on the amendment: _____
- (d) Number of votes of each class indisputably voting on the amendment: _____
- (e) Complete one of the following as appropriate:
(i) Total number of votes cast for and against the amendment by each class entitled to vote separately: _____
- (ii) Total number of memberships votes cast for the amendment by each class which was sufficient for approval for that class: _____

5. ☐ By checking this paragraph #5 the applicant represents that approval of the amendment by some person or persons other than the members, the board, or the incorporators is required pursuant to Section 33-31-1000 of the 1976 South Carolina Code, as amended, and that the approval was obtained. (Do not mark paragraph #5 if either of these statements is not true.)

95-002198cc

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

Oct 18 2023
REFERENCE ID: 1459048

-5-

GRACE CHRISTIAN MINISTRIES INC

be submitted to this office for approval PRIOR to actual adoption.

B The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

B Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

OCT 18 2023
REFERENCE ID: 1459048

26
GRACE CHRISTIAN MINISTRIES INC

① Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, of the county in which the principal office of the organization is then located, exclusively for such purposes.

Since you are incorporated, a copy of the Amendment to your Articles of Incorporation reflecting the seal and signature of the appropriate State official must be submitted within the specified time.

If more than 21 days are necessary to obtain State approval of your amended governing instruments, please contact the person whose name and telephone number are shown in the heading of this letter.

13 Organizations qualifying under section 501(c)(3) of the Code must be both organized and operated exclusively for one or more of the purposes within the meaning of section 501(c)(3). Making the above amendments(s) will enable you to meet the organizational test, however, it will not in and of itself enable you to meet the operational test. You must also meet the operational test through your activities. You should make the above referenced amendment(s) only if you are reasonably sure that your activities meet the operational test.

14 Please furnish more details concerning your plans to aid the underprivileged. List the criteria used in selecting the recipients of this aid. How will eligible recipients know of the aid?

15 Submit a statement over the signature of an officer of the organization that records will be maintained to show the aid given, circumstances surrounding need for the aid, name of the recipient, and recipient's relationship, if any, to your organization.

16 Please provide the requested information concerning your day care:

- ☒ Give your criteria for admission.
- ☒ State how many children are enrolled in the day care center. How many children has the State authorized the center to care for and what is the normal attendance?
- ☒ State if there is a maximum income limit for the children's parents. If so, what is that limit?
- ☒ Explain whether the center uses a sliding scale of fees based on the parents' income. If so, provide a schedule showing how may fall into each category. Include a copy of the fee schedule.
- ☒ Explain how the fees charged compare to the fees charged by 'for profit' day care centers in the same general area.
- ☒ State whether day care service is limited to members of one or more sponsoring churches.

Letter 2382 (DO/CG)

EXHIBIT B

Grace Christian Church Membership

Constitution and By-Laws

MISSION STATEMENT

It is the mission of the Grace Christian Church to effectively minister the Word of God to the people of God through teaching, preaching and outreach. We believe that we are called to address the needs of the total person, as our Saviour, did, and strive to lift the name of Jesus in our community and the world in which we live through our commitment to praise, worship, stewardship and evangelism.

PREAMBLE

We do declare and establish this constitution to preserve and secure the principles of our faith and to govern the body in an orderly manner. This Constitution will preserve the liberties of each individual church member and the freedom of action of this body.

Article 1 – Name

The Name of the body shall be called Grace Christian Church. Being knowledgeable of the Grace of Almighty God and his abundant blessings and divine mercy as humble servants of the word, we do hereby proclaim Christ as our Savior through his plan of redemption for all mankind. We present ourselves as keeper and stewards of the Master's Plan for salvation, until He comes back to take us home with Him.

Article 2 – Purpose and Vision

To share Christ with as many people as possible through witnessing and mission outreach and to bring aid to those who are in bondage to poverty, ignorance, fear, prejudice, or hostility. For by Grace ye are saved through faith and that not of yourselves. It is the gift of God, not of works, lest anyone should boast. Ephesians 2: 8, 9.

God has saved us and called us with a Holy calling not according to our works but according to his purpose and by Grace, which was given to us in Christ Jesus before time began. II Timothy 1:9.

Grace Christian Church was founded under the premises that God has called each of us according to His purpose. Ephesians 2: 8, 9.

Articles 3 – Membership Qualifications

The membership of Grace Christian Church shall consist of people who have made a confession of their faith in Jesus Christ as Lord and Savior, and who have been scripturally baptized by immersion and are in agreement with the Articles of Faith, and Covenant of the Church.

The principle terms of membership are the conditions of salvation as expressed in Romans 10:9, 10. "That if thou shalt confess with thy mouth the Lord Jesus and shalt believe in thine heart that God hath raised Him from the dead, thou shalt be saved. For with the heart man believeth unto righteousness; and with the mouth confession is made unto salvation." Membership in the church shall be attained by the following manners of the church in any of its regular business meetings and in one of the following manners:

- By profession of faith and for baptism according to the policies of this church

- By a letter of recommendation from another Christ-centered church, having been baptized by immersion
- By restoration upon a statement of prior conversion experience and baptism by immersion when no letter is obtainable
- By restoration upon request and their statement of faith
- By watch care membership not to exceed six (6) months. Extension of watch care membership may be granted upon recommendations of the Deacons to the Pastor
- Those entering into the fellowship of this ministry shall conform their lives and faith to the teaching of the body of Jesus Christ
- Membership may be terminated by resignation or expulsion for cause or extended negligence in Christian duties and unexcused absences from worship service as based on Hebrew 10:25. "Not forsaking the assembling of ourselves together as the manner of some is, but exhorting one another, and so much the more, as ye see the day approaching."

Membership in this church shall be terminated when a member:

- Requests a letter of transfer to join another church
- Is dropped from the roll of membership when he or she affiliates with another church
- Dies
- Is dismissed by the Pastor due to reasons and circumstances provided in the church discipline. The pastor and clergy will do all they can to counsel the members for restoration prior to action of dismissal or a request of the member to be dismissed from the church membership

It shall be the practice of this church to emphasize to its members that every reasonable measure will be taken to assist any troubled member. The Pastor, ministerial staff, and Deacons are available for counsel and guidance. The attitude of members toward a troubled member shall always be guided by a concern for redemption rather than punishment. If a serious condition exist, which would cause a member to become a liability to the general welfare of the church, the Pastor and Deacons will take every reasonable measure to resolve the problem in accordance with Matthew 18. The church will declare the person to be no longer in the membership of the church. All church proceedings shall be diffused by a spirit of Christian kindness and forbearance. The church may restore to membership any person previously excluded, upon request of the excluded person and upon evidence of the excluded person's repentance and reformation.

ORIENTATION OF NEW MEMBERS

Candidates for membership as new members need to attend the Church Membership Class to learn and understand the privileges and responsibilities of the members to God and the Church. It shall be the duty of the church members to uphold the Articles of Faith, Membership Constitution and By-Laws and the Covenant of the Church.

Each member must complete a membership form and complete membership classes to become a member of Grace Christian Church. No member shall be eligible for appointment to any office that has not completed a membership profile and leadership classes.

Article 4 – Officers and Council

All who serve as officers of the church and those who serve on church committees shall be members in good standing of this church defined in Part I, Section 4 of the Bylaws. The congregation will not vote on the Pastor, Asst. Pastor, Minister of Education, Minister of Music, Superintendent of Church School and Administrative Assistant. The Pastor will appoint all of the above positions. All of these duties are to be performed without charge.

The officers of this church shall be the Pastor, the Deacons, Trustees, Church Clerk and Assistant Clerk, Treasurer and Assistant Treasurer, Minister of Music, Director of Christian Education, and the Superintendent of Sunday School and Assistant.

No member shall be eligible for an office that has not been a member of Grace Christian Church for at least one year, unless appointed by the Pastor. Provided that the officer serves satisfactory they shall be eligible for re appointment. Should an office become vacant the pastor shall appoint a member.

All officers shall be spiritually mature, of unquestionable Christian character, loyal to the Word of God, dedicated and devoted to the Lord Jesus Christ and to the spiritual and material welfare of this church. They shall also be faithful in attendance and participation, both in regular services and business meetings of the church.

All officers shall assume their duties on the first day of January. Retiring officers shall hold office until the term of the newly appointed officers begin. Any officer unable or unwilling to fulfill the duties of his office shall resign. Upon determination of an individual's inability to fulfill the duties of and office, that person, upon the recommendation of the Pastor and Deacons, shall be removed from office. This process may be eliminated if such person voluntarily submits his or her resignation in writing.

The term of office for all officers shall be 1 year.

QUALIFICATIONS FOR LEADERSHIP

- Must be a member of the church
- Must have completed a leadership training course Approved by GCC
- Must possess character in alignment with the Articles of Faith

THE ORDER OF THE MINISTRY AND COUNCIL MEMBERS

The order of the ministry and council members shall be Pastor, Assistant Pastor, Licensed and Ordained Ministers and Ministers of Ordination examination.

Section 1 – The Pastor

The Pastor fills the first office in the local church both with dignity and usefulness. They are appointed by Jesus Christ, his tenure will be permanent. He is to remain faithful and loyal to Grace, and endeavor to wholeheartedly support and defend the same. The founding pastors are called for life and thereafter the board of trustees of Grace Christian Ministries appoints pastors.

The duties of the Pastor of Grace Christian Church are many. As stated in John 21:15. "Yes Lord thou knowest that I love thee. He saith unto him feed my sheep V-16 and again in V-17 Feed my sheep."

Other Duties:

- To serve the community and the church
- Visit the sick and shut-in
- Perform marriages, funerals and final rites, communion
- Home visitations, teaching, evangelistic outreach, conferences and etc.
- The pastor will operate as a non-voting member of Grace Christian Ministries
- Submit a monthly business and financial report to the Board of Trustees of Grace Christian Ministries.
- Recommends church elders and subordinates for approval to the Board of Trustees of GCM.
- Other duties assigned by the Grace Christian Ministries

Compensation for these duties is included in the Pastor's contract, in accordance with the scripture. Read Malachi 3:10 and II Timothy 3:17-19. Duties performed for non-members should be paid by the parties.

Provided that the pastor serves satisfactory they shall be eligible for re-assignment as often as desired by the Board of Trustees of Grace Christian Ministries during the annual meeting. Should an office become vacant, the pastor shall appoint a member to the office until the next general meeting when the vacancy can be filled.

The congregation will not vote on the Pastor, Asst. Pastor, Minister of Education, Minister of Music, Superintendent of Church School and Administrative Assistant. The Pastor will appoint all of the above positions.

Section 2 – Deacons & Deaconess

If you read Acts 6:1 – 8 you will understand that deacons are to be helps and counselors and fellow workers with the pastor. Some of the duties for the Deacon are the care of the poor and sick of the church, serving as the Pastor's Advisory Council and leading in the spiritual concern of the church. Deacons will also perform other duties assigned by the pastor of Grace Christian Church.

I Timothy 3:8 – 13

"Likewise must the deacons be grace, not doubled tongued, not given to much wine, not greedy of filthy lucre; holding the mystery of the faith in pure conscience. And let these also first be proved; let them in use the office of a deacon, being found blameless. Even so must their wives be grace, not slanderers, sober, faithful in all things. Let the deacons be the husbands of one wife, ruling their children and their own house well. For they that have used the office as a deacon will purchase to themselves a good degree, and great boldness in the faith which is in Christ Jesus"

Qualifications

Deacons should be persons of wisdom, inspired by the Holy Ghost. They should be leaders, proven in their Christian character in the home, church, and community.

Appointment

Upon appointment as a "Deacon-in-training" by the pastor, the candidate will serve until successful completion of the Deacon training program, at which time, upon the recommendation of the Pastor and the Ministry of Deacons, the candidate will be appointed to the Ministry of Deacons.

Duties:

- To proclaim the gospel by personal witnessing, teaching, community evangelism, and to support and promote revival
- To care for the church members and other persons in community; i.e., serving communion, visiting the sick and shut in
- To provide guidance and counseling as required and directed by the pastor; to assist in the development and administration of the mission outreach program and activities
- To serve as a council of advice with the pastor in all matters pertaining to the welfare, administration, and mission of the church
- To work with the trustees in the administration of church business matters
- To assist in the orientation and instruction of new members
- To assist the pastor in the ordinances of baptism and the Lord's Supper
- To be of moral support to the Pastor, accompany him or her(whenever and wherever possible) on outside preaching engagements
- To accompany the pastor on home or hospital visitations or to make such visitations as needed or requested.

The Deaconesses

The Deaconesses Ministry is composed of women who, from their own Christian testimony, acceptance by the church, personal spiritual zeal, scriptural knowledge, and good work in missions and stewardship, become eligible for service in the diaconate. Deaconesses are appointed by the Pastor (1 Timothy 3:8-13, Romans 16:1).

Qualifications

- High ideals, morals, and principles
- Humility before the lord
- Even-temperedness in all things
- Settled in religious faith
- A positive example in the home, community, etc.
- An inspiration to fellow church members
- Able and willing to give up time to carry out the duties of the ministry
- Loyal, dependable, and committed to service
- A support to the pastor and the church

Duties

- Assist the pastor, ministers, and deacons with various duties of the church
- Prepare the elements and set up the communion table for each Communion service
- Ensure the pulpit cloths and communion linens are clean and in good condition
- Assist in the fellowship of new members
- Assist the female candidates in preparation of and during baptism
- Visit the sick and shut-in, send cards, fruit baskets, and prepare meals as needed for the sick local body
- Provide assistance in bereavement
- Work diligently for the up building of the kingdom of God and support the ministries of this local body

Section 3 - Trustees

The pastor is intimately related to all departments of the church's life and work. He is the leader, teacher and overseer of the entire church. Therefore he will be deeply concerned with the work of the trustees as they administer the temporal affairs of the church. Grace Christian Church Trustees are appointed by the pastor and must meet SLED approval and become bonded. Church trustees are appointed annually and must have completed membership and leadership classes.

An ex-officio member of Grace Christian Ministries Board of Trustees shall oversee the financial operations of Grace Christian Church.

Trustees should have knowledge of the Bible as it pertains to the mission of the church. Other qualities desired in a Trustee are spiritual sensitivity and vision, teamwork capabilities, flexibility, and some skills in financial management.

Qualification

Candidate shall have been a member in good-standing for a period of one year prior to consideration for this office. All Trustees must be eligible for bonding and SLED Tested/Approved.

Candidates for these offices shall possess the following skills:

- Meticulous accurate record keeping
- Aptitude for figures;
- Good organization skills
- General knowledge of banking procedures;
- Eligibility for bonding; and
- Computer literacy.

Duties

- The Trustees shall have no power to buy, sell, mortgage, lease, or transfer property without authorization of the Pastor. When the signature of Trustees are required, they shall sign legal documents involving the sale, mortgage, purchase, or rental of property, or other legal documents related to church approved matters.
- The Trustees shall be responsible for the administration of church finances and purchasing including: counting and depositing of church monies; record keeping and reporting; procurement and related functions; administration of the church budget.
- The Trustees shall manage the use of church facilities. They shall keep all church property in good repair.
- The Trustees shall prepare monthly financial reports; provide copies to the Pastor for information and record keeping.
- Trustees shall perform such other duties in connection with the administration of church finances as required by the Pastor.

Section 4 – Church Clerk I & II

Qualifications:

- Candidates shall be members of this Church, in good standing, for six (6) months prior to election to office
- Candidates shall possess the following skills
- Meticulous and accurate record keeping
- General working knowledge of office machines, procedures, and management
- Good writing, spelling, and speaking skills
- Accurate typing skills of at least 45 words per minute
- Good organizational skills
- Ability to compose and prepare letters and documents independently
- Computer literacy

Duties:

- Maintain official church membership records, including up-to-date listing of membership for distribution to members only
- Record baptisms, infant dedications, deaths, weddings, etc;
- Prepare all required reports based on membership records
- Ensure safekeeping and handling of official and legal documents
- Prepare bulletins/programs for Sunday Worship services and other special observances
- Coordinate preparation of programs for services or events sponsored by church auxiliaries
- Prepare announcements and notices to be published in Sunday Bulletin and in monthly newsletter
- Keep up-to-date records of the sick and shut-in
- Assist with the reception of new members
- Perform general stenographic and clerical duties as required
- Assist Office Manager with the management of the church office
- Prepare baptismal and new member certificates
- Write and/or update church history and prepare history
- Take all notes of all proceedings and make true-entry in his journal of all things done and passed

Section 5 – Ministry of Christian Education

The Ministry of Christian Education duties shall be to find ways and means of better teaching our members the Word of God. The chairperson of the committee shall be the Director of Christian Education. The Superintendent of Sunday School and the Assistant shall comprise the Board of Christian Education.

Section 6 - The Superintendent of Sunday School and the Assistant Superintendent

Candidates for these offices shall possess good organization skills and shall be spirit-filled and have a working knowledge of the Christian education program.

Duties

The superintendent of Sunday School shall have general supervision over the Sunday School. He or she is responsible for publicizing general Sunday school activities, staff recruitment, and will hold regular planning and training sessions. The superintendent will select literature and materials with approval by the pastor. The assistant superintendent will serve as directed by the superintendent and in the absence of the superintendent. The superintendent will prepare a report to be presented at the scheduled council meetings and general church.

Section 7 - Grace Christian Council (GCC)

The Church Council shall consist of Pastor, Assistant Pastor, Chairperson of the Deacon and Trustees Board, Sunday School Superintendant, Minister of Music, Church Clerk and two members-at-large appointed by the Pastor. The Chairperson of the Council shall be the Pastor of Grace Christian Church and has the authority to call meetings. The Council shall meet regularly and for special meetings at the call of the Pastor. The Clerk shall keep the minutes and include a report on the activities of this Council in his or her regular reports to the Church. It shall be the duty of this Council to consider major matters of church business brought before it and present its recommendations to the church body for action. All things must be done in accordance with the teaching of Jesus Christ. The Council shall be responsible for the information flow to all departments of the Church. The Council shall be chaired by the Pastor.

Article Five - Church Policies and Procedures

Section 1 – Church Policies

- All publications and church general announcements must be submitted and approved by Grace Christian Ministries Board of Trustees prior to announcement.
- All leadership positions in Grace Christian Church must meet SLED background clearance and Bonded.
- The day-to-day operations of Grace Christian Church must be submitted and approved prior to any service or event.
- Any officer found in conflict with the vision of GCC will be subject to disciplinary action.
- No organization of the church shall engage in any practice or hold any policy contrary to the general position of the church itself. All officers must hold membership in this church.
- All proposed organizations and ministries must be approved by the Pastor.
- If at any time during the meeting such strong discord or disagreement should arise all meetings are to be promptly adjourned.
- Public worship services shall be held regularly as appropriate on the Lord's Day. These services shall not normally be given over to anything but prayer and the preaching and teaching of the Word, with an appropriate musical ministry.

EXHIBIT C

Oct 31 2023
REFERENCE ID: 1467089


Mark Hammond
SECRETARY OF STATE OF SOUTH CAROLINA

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

NONPROFIT CORPORATION
ARTICLES OF AMENDMENT

TYPE OR PRINT CLEARLY WITH BLACK INK

Pursuant to the provisions of Section 33 31 1005 of the 1976 South Carolina Code of Laws as amended the applicant delivers to the Secretary of State these articles of amendment

1 The name of the nonprofit corporation is Grace Christian Ministries Inc

2 Date incorporated June 1982

3 Specify (a) the text of every amendment adopted and (b) list when each amendment was adopted
The name of Grace Chnstan Ministries Inc will be changed to Greater Columbia Community

Development Corporation The amendment was adopted on Monday September 7 2009

Public benefit Jennifer Bishop 5010 Monticello Rd
Cola, SC 29203

4 ☐ By checking this paragraph #4 the applicant represents that (a) approval of the amendment by the members was not required (b) the amendment was approved by a sufficient vote of the board or directors or the incorporators (Do not check this paragraph #4 if member vote was required or if the required vote of directors or incorporators was not obtained)

5 If the approval of the members was required to adopt the amendment(s) provide the following information

(a) Designation (Classes of Membership)
Board of Directors

(b) Number of memberships outstanding
0

(c) Number of votes entitled to be cast by each class entitled to vote separately on the amendment
5

(d) Number of votes of each class indisputably voting on the amendment
5

(e) Complete one of the following as appropriate

(i) Total number of votes cast for and against the amendment by each class entitled to vote separately 5

(ii) Total number of undisputed votes cast for the amendment by each class which was sufficient for approval for that class 5

090917-0163 FILED 09/17/2009
GREATER COLUMBIA COMMUNITY DEVELOPMENT CORPOR
Filing Fee \$10 00 ORIG

Mark Hammond

South Carolina Secretary of State

Oct 31 2023

REFERENCE ID: 1467089


Mark Hammond
SECRETARY OF STATE OF SOUTH CAROLINA

king this paragraph #6 the applicant represents that approval of the amendment by some persons other than the members the board or the incorporators is required pursuant to Section 33 31-1030 of the 1976 South Carolina Code of Laws as amended and that the approval was obtained (Do not mark paragraph #6 if either of these statements is not true)

- 7 If the amendment provides for an exchange reclassification or cancellation of memberships provisions for implementing the amendment must be set forth here if provisions are not contained in the amendment itself N/A

- 8 ☐ If this corporation is converting from either a public benefit or religious corporation into a mutual benefit corporation mark this paragraph #8 which certifies that a notice including a copy of the proposed amendment, was delivered to the South Carolina Attorney General at least twenty days before the consummation of the amendment.

Date September 14 2009

Grace Christian Ministries Inc

Name of Corporation



Signature of Officer

Jennifer Bishop Executive Director

Type or Print Name and Office

FILING INSTRUCTIONS

- 1 Two copies of this form the original and either a duplicate original or a conformed copy must be filed
- 2 If the space in this form is insufficient please attach additional sheets containing a reference to the appropriate paragraph in this form or prepare this using a computer disk which will allow for expansion of space on the form
- 3 This form must be accompanied by the filing fee of \$10 00 payable to the Secretary of State

Return to Secretary of State
P O Box 11350
Columbia SC 29211

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE
Oct 18 2023
REFERENCE ID: 1459048

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

NONPROFIT CORPORATION
ARTICLES OF AMENDMENT

TYPE OR PRINT CLEARLY WITH BLACK INK

Pursuant to the provisions of Section 33-31-1005 of the 1976 South Carolina Code of Laws, as amended, the applicant delivers to the Secretary of State these articles of amendment.

1. The name of the nonprofit corporation is Greater Columbia Community Development Corporation
2. Date incorporated June 1989 10-23-85
3. Specify (a) the text of every amendment adopted, and (b) list when each amendment was adopted.

See attached (S01C3)

Adopted: 5/11/2010

4. ☒ By checking this paragraph #4 the applicant represents that (a) approval of the amendment by the members was not required, (b) the amendment was approved by a sufficient vote of the board or directors or the incorporators. (Do not check this paragraph #4 if member vote was required or if the required vote of directors or incorporators was not obtained.)
5. If the approval of the members was required to adopt the amendment(s), provide the following information:
 - (a) Designation (Classes of Membership)

 - (b) Number of memberships outstanding

 - (c) Number of votes entitled to be cast by each class entitled to vote separately on the amendment

 - (d) Number of votes of each class indisputably voting on the amendment

 - (e) Complete one of the following as appropriate
 - (i) Total number of votes cast for and against the amendment by each class entitled to vote separately

 - (ii) Total number of undisputed votes cast for the amendment sufficient for approval for that class

100512-0240
GREATER COLUMBIA COMMUNITY DEVELOPMENT CORP
Filing Fee: \$10.00 ORIG
Mark Hammond
South Carolina Secretary of State

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

Oct 18 2023
REFERENCE ID: 1459048

Mark Howard
Secretary of State

Greater Columbia Community Development Corporation
Name of Corporation (COC)

6. ☐ By checking this paragraph #6 the applicant represents that approval of the amendment by some person or persons other than the members, the board, or the incorporators is required pursuant to Section 33-31-1030 of the 1976 South Carolina Code of Laws, as amended, and that the approval was obtained. (Do not mark paragraph #6 if either of these statements is not true.)
7. If the amendment provides for an exchange, reclassification, or cancellation of memberships, provisions for implementing the amendment must be set forth here if provisions are not contained in the amendment itself _____
8. ☐ If this corporation is converting from either a public benefit or religious corporation into a mutual benefit corporation, mark this paragraph #8 which certifies that a notice, including a copy of the proposed amendment, was delivered to the South Carolina Attorney General at least twenty days before the consummation of the amendment.

Date 5/11/2010

Greater Columbia Community Development Corporation
Name of Corporation (COC)

Jennifer Bishop
Signature of Officer

Jennifer Bishop, Executive Director
Type or Print Name and Office

FILING INSTRUCTIONS

- Two copies of this form, the original and either a duplicate original or a conformed copy, must be filed.
- If the space in this form is insufficient, please attach additional sheets containing a reference to the appropriate paragraph in this form, or prepare this using a computer disk which will allow for expansion of space on the form.
- This form must be accompanied by the filing fee of \$10.00 payable to the Secretary of State.

Return to: Secretary of State
P.O. Box 11350
Columbia, SC 29211

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

Oct 18 2023
REFERENCE ID: 1459048

Mark Howard
Notary Public for the State of South Carolina

Greater Columbia Community Development
Name of Corporation *Corporation (CDC)*

501(c)(3) Attachment

If your nonprofit is applying for 501(c)(3) Tax Exempt status with the Internal Revenue Service, you must include this attachment with your Articles of Incorporation. Incorporating as a nonprofit in South Carolina does not ensure tax exempt status. A determination of tax exempt status can only be made by the Internal Revenue Service upon submission of an Application for Recognition of Exemption under Section 501(c)(3) of the Internal Revenue Code (Form 1023).

I. Purpose of the Nonprofit Corporation

Notwithstanding any other provisions of these articles, the purposes for which the corporation is organized and operated are exclusively for one or more of the following purposes (you may check as many as are applicable):

- | | |
|--|---|
| ☒ Charitable | ☐ Scientific |
| ☐ Religious | ☐ Testing for Public Safety |
| ☐ Educational | ☐ Fostering National or International Amateur Sports Competition |
| ☐ Literary | ☐ Prevention of Cruelty to Animals or Children |

II. Prohibited Activities

Notwithstanding any other provisions of these articles, no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article I above. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for political office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or by (b) a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

III. Distributions Upon Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (See Article I above), or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

EXHIBIT D

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE
Oct 18 2023
REFERENCE ID: 1459048

File ID: 220720-1343105
Filing Date: 07/20/2022

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

NONPROFIT CORPORATION
ARTICLES OF AMENDMENT

Pursuant to the provisions of Section 33-31-1005 of the 1976 S.C. Code of Laws, as amended, the applicant delivers to the Secretary of State these articles of amendment:

1. The name of the nonprofit corporation is (must match name on record with Secretary of State):

Greater Columbia Community Development Corporation

2. Date incorporated (must match date on record with Secretary of State):

10/23/85

3. On 11/9/22 (date the amendment was decided upon), the following amendment was adopted:

update of Board members to include
Angela Bispham, Robin McRae, Roderick Bishop,
Aaron Bishop, Jennifer Bishop

4. ☒ By checking this paragraph #4 the applicant represents that (a) approval of the amendment by the members was not required, (b) the amendment was approved by a sufficient vote of the board of directors or the incorporators. (Do not check this paragraph #4 if member vote was required or if the required vote of directors or incorporators was not obtained.

5. If the approval of the members was required to adopt the amendment(s), provide the following information:

Complete one of the following as appropriate:

Designation (classes of membership)	Number of Memberships Outstanding	Number of Votes Entitled to be Cast by each Class	Number of Votes of Each Class Voting	Number of Votes Cast* For -AND- Against	Total Number of undisputed votes cast for approval

6. ☐ By checking this paragraph #6 the applicant represents that approval of the amendment by some person or persons other than the members, the board, or the incorporators is required pursuant to Section 33-31-1030 of the 1976 S.C. Code of Laws, as amended, and that the approval was obtained. (Do not mark paragraph #6 if either of these statements is not true.)

Form Revised by South Carolina Secretary of State, August 2016
F0084

SC Secretary of State
Mark Hammond

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

OCT 18 2023
REFERENCE ID: 1459648

John Hammond
Notary Public for the State of South Carolina

Name of Corporation

7. If the amendment provides for an exchange, reclassification, or cancellation of memberships, provisions for implementing the amendment must be set forth here if provisions are not contained in the amendment itself:

8. ☐ If this corporation is converting from either a public benefit or religious corporation into a mutual benefit corporation, mark this paragraph #8 which certifies that a notice, including a copy of the proposed amendment, was delivered to the South Carolina Attorney General at least twenty days before the consummation of the amendment.

Date: 7/20/22

Name of Corporation:

Greater Columbia Community Development Corporation

Angela Bishop Hammonds

(Signature of Officer)

Angela Bishop Hammonds

(Print Name)

Board member

(Position of Officer)

EXHIBIT E

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

Oct 18 2023
REFERENCE ID: 1459038

Print Form

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

ARTICLES OF INCORPORATION
Nonprofit Corporation - Domestic
Filing Fee \$25.00

TYPE OR PRINT CLEARLY IN BLACK INK

Pursuant to S.C. Code of Laws §33-31-202, the undersigned corporation submits the following information:

1. The name of the nonprofit corporation is Grace Christian Church of South Carolina
2. The initial registered office (registered agent's address in SC) of the nonprofit corporation is
5010 Monticello Road
Columbia Richland SC 29203
City County State Zip Code
 The name of the registered agent of the nonprofit corporation at that office is
Jennifer Bishop
Print Name

I hereby consent to the appointment as registered agent of the corporation.

Agent's Signature

3. Check "a", "b", or "c" whichever is applicable. Check only one box.
 - a. ☐ The nonprofit corporation is a public benefit corporation.
 - b. ☒ The nonprofit corporation is a religious corporation.
 - c. ☐ The nonprofit corporation is a mutual benefit corporation.
4. Check "a" or "b", whichever is applicable.
 - a. ☒ This corporation will have members.
 - b. ☐ This corporation will not have members.
5. The address of the principal office of the nonprofit corporation is

5010 Monticello Road
Columbia Richland SC 29203
City County State Zip Code

NP - Domestic - Articles of Incorporation

140818-0230

FILED: 08/19/2014
GRACE CHRISTIAN CHURCH OF SOUTH CAROLINA
Filing Fee: \$25.00 ORIG

Mark Hammond

South Carolina Secretary of State

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Oct 18 2023
 REFERENCE ID: 1459038

Name of Corporation

*Grace Christian Church of
 South Carolina*

6. If this nonprofit corporation is either a public benefit or religious corporation complete either "a" or "b", whichever is applicable, to describe how the remaining assets of the corporation will be distributed upon dissolution of the corporation. If you are going to apply for 501(c)(3) status, you must complete section "a."

a. ☒ Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

☐ If you choose to name a specific 501(c)(3) entity to which the assets should be distributed, please indicate the name of the selected entity.

OR

b. ☐ If the dissolved corporation is not described in Section 501(c)(3) of the Internal Code, upon dissolution of the corporation, the assets shall be distributed to one or more public benefit or religious corporations or to one or more of the entities described in (a.) above.

☐ If you chose to name a specific public benefit, religious corporation or 501(c)(3) entity to which the assets should be distributed, please indicate the name of the selected entity.

7. If the corporation is a mutual benefit corporation complete either "a" or "b", whichever is applicable, to describe how the (remaining) assets of the corporation will be distributed upon dissolution of the corporation.

a. ☐ Upon dissolution of the mutual benefit corporation, the (remaining) assets shall be distributed to its members, or if it has no members, to those persons to whom the corporation holds itself out as benefiting or serving.

b. ☐ Upon dissolution of the mutual benefit corporation, the (remaining) assets, consistent with the law, shall be distributed to

8. The optional provisions which the nonprofit corporation elects to include in the articles of incorporation are as follows (See S.C. Code of Laws §33-31-202(c)).

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REFERENCE ID: 1459038

Name of Corporation _____

9. The name and address of each incorporator is as follows (only one is required, but you may have more than one).

Jennifer Bishop 954 Custor St. Cola, SC 29220

Name Address Zip Code

Name Address Zip Code

Name Address Zip Code

10. Each original director of the nonprofit corporation must sign the articles but only if the directors are named in these articles.

Name (only if named in articles) Signature of director

Name (only if named in articles) Signature of director

Name (only if named in articles) Signature of director

11. Each incorporator listed in #9 must sign the articles.

Signature of incorporator

Signature of incorporator

Signature of incorporator

12. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is _____

Filing Checklist

- Articles of Incorporation (in duplicate)
- \$25.00 made payable to the SC Secretary of State - Political Associations must also submit CL-1 form and additional \$25.00 fee
- Self-Addressed, Stamped Return Envelope
- Return all documents to: South Carolina Secretary of State's Office
Attn: Corporate Filings
1205 Pendleton Street, Suite 525
Columbia, SC 29201

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ARTICLES OF INCORPORATION
Grace Christian Church of South Carolina

ARTICLE I
NAME

The name of this corporation shall be Grace Christian Church of South Carolina

ARTICLE II
GENERAL

Section 1. General; Grace Christian Ministries Inc. shall be a public purpose non-profit organization (i) established and operating in accordance with the provisions of 26 U.S.C. ("International Revenue Code") Sections 501(c) (3) and 509 (a) (1),(2) or (3) and the regulations thereunder, and Sections 12-7-415 and 12-7-430(h), Code of Laws of South Carolina, 1976, as amended ("South Carolina Code"); and (ii) incorporated under the South Carolina Non-Profit Corporation Act (Article 1, Chapter 31, Title 33 of the South Carolina Code). Grace Christian Church of South Carolina shall be an independent and autonomous organization.

Section 2. Any male noun or pronoun that may appear in these Bylaws shall be understood to refer to persons of either sex.

ARTICLE III
PURPOSES

The purposes for which Grace Christian Church of South Carolina is established and shall operate are as follows:

Section 1. General. Grace Christian Church of South Carolina is organized and shall be operated exclusively for religious, charitable, religious and/or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. No part of the net earnings thereof shall inure the benefit of any private shareholder or individual; no substantial part of the activities of attempting influence legislation; and Grace Christian Church of South Carolina shall consist of carrying on propaganda, or otherwise attempting to influence legislation; and Grace Christian Church of South Carolina shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of a candidate for public office.

Section 2. Mission Statement. The primary purpose of Grace Christian Church of South Carolina shall be in keeping with the Mission Statement adopted by the Board of Directors as follows;

The Mission of Grace Christian Church of South Carolina is to engage the community a religious body as well as a total solutions provider through opportunities that will enhance a better quality of life through:

1. Economic Empowerment
2. Educational Excellence, and
3. Life Skills

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Grace Christian Church of South Carolina

Oct 19 2023

REFERENCE ID: 1459038

Mark H. Henson Specific Purposes. The specific purposes of Grace Christian Church of South Carolina are providing total solutions through activities in the area of:

- a. Economic Empowerment
- b. Educational Excellence, and
- c. Life Skills

ARTICLE IV FINANCES

Section 1. Grace Christian Church of South Carolina shall raise funds by collection and receipt of gifts of grants, contributions, donations, bequests, receipts and fees for services; provided however, all such funds must be acceptable to the Board of Directors of Grace Christian Church of South Carolina.

Section 2. All funds collected and received by Grace Christian Church of South Carolina together with the income there from, shall be held, retained, managed and conserved in a fund or funds deemed necessary by the Board of Directors (endowment, administrative, capital, etc.), and used and applied within the sole discretion of the Board of Directors in accordance with the purposes described in Article III of these Bylaws.

- a. Check authorizations. Monies shall be paid out by numbered check and signed by the Executive Director or his/her designee. Checks in the amount of \$5,000 or less may require one (1) signatory. Checks in excess of \$5,000 may require two (2) signatories.
- b. Bonding of Officers. The Treasurer, Pastor, and any other person as directed by the Board of Directors may be bonded in such amount as the Board of Directors may determine and the cost of such bond shall be paid for by the Corporation.
- c. Audits. The accounts of Grace Christian Church of South Carolina shall be examined by an auditing committee or and/or outside auditors at such intervals as authorized by and within the sole discretion of the Board of Directors; provided, however, nothing contained herein shall require an annual outside audit of the accounts of Grace Christian Church of South Carolina unless directed by the Board of Directors.

ARTICLE V MEMBERSHIP

Grace Christian Church of South Carolina shall be a membership organization within the meaning of Section 33-31-202 of the South Carolina Code. All privileges and rights of membership of Grace Christian Church of South Carolina shall be vested solely in the members of the Board of Directors (the "Directors" or "Board Members"), exclusive of any Director serving in and *ex officio* capacity.

ARTICLE VI NON-VOTING SUPPORTING MEMBERSHIP

Supporting Membership in Grace Christian Church of South Carolina shall consist of any interested individuals, organizations, agencies or other groups who elect to pay dues or make contributions in money, kind or property as

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~~That the~~ d by and within the exclusive and sole discretion of the Directors, from time to time (the "Supporting Members"). Unless a Supporting Member is also a Director, no Supporting Member shall be entitled to vote on any matter or issue of Grace Christian Church of South Carolina or be entitled to or have any other privilege or right of membership in Grace Christian Church of South Carolina except as authorized by the Directors.

ARTICLE VII BOARD OF DIRECTORS

Section 1. General. The Directors shall be responsible for setting policies to fulfill the purposes and to carry out the mission of Grace Christian Church of South Carolina. They shall serve without compensation, although Grace Christian Church of South Carolina may reimburse Directors for expenses incidental to the conduct of business for Grace Christian Church of South Carolina as may be authorized by the Directors.

- a. **Membership/Compensation.** The Board of Directors (the "Board") shall consist of not less than three (3) Directors and not more than nine (9) Directors plus the Immediate Past President of the Corporation who shall have all the privileges of a Director except the power to vote and who shall be automatically entitled to serve as an *Ex Officio* Director for an additional term of not less than one-year after his regular term as a Member expires or until such time as the current President as his or successor leaves active office and exercises his or her right to serve on the Board *ex officio* as Immediate Past President, whichever length of time is shorter. Directors should represent different geographic areas of Richland County South Carolina bring to the Board interest and expertise in the areas of community outreach.
- b. **Election & Terms.** Directors to fill seats of Board Members whose terms are expiring shall be chosen by the existing Board at a meeting each year designated by the Board as the Annual Meeting of the Corporation. Directors shall be elected at the spring and fall meetings to serve one (1) year terms; provided, however, that to enlarge any class of Directors or to meet the special circumstances of any nominee to the Board, the Board may appoint a Director for a term of no less than (1) year. Except in the case of the Immediate Past President who shall be serving *ex officio* after his or her regular term of Director expires as aforesaid, Board Members shall be eligible for not more than two full consecutive terms unless nominated by the present Board of Directors.
- c. **Vacancies.** Directors nominated to fill a vacancy for an incomplete term shall be elected at any Regular or Special meeting of the board.
- d. **Powers of the Board.** The Board shall have all the powers to conduct the business of Grace Christian Church of South Carolina as conferred upon them by the Articles of Incorporation, these Bylaws, and the South Carolina Non-Profit Corporation Act. The Board shall also have the power and authority to:
 1. Upon vote of two-thirds (2/3) of the Directors in place, declare vacant the seat of any Director who absents himself from meetings of the Board of Directors to a degree that such absence, in the exclusive discretion and opinion of the Directors, is detrimental to the welfare of the Corporation;
 2. Approve the annual budget, or any amendment thereof, for the Corporation;
 3. Confer such awards or other honors as may be deemed appropriate on behalf of Grace Christian Church of South Carolina which are in accordance with the purpose of the Corporation

Section 3. Other Responsibilities of the Board

1. Each board member must contribute financially to Grace Christian Church of South Carolina in any fundraising events held by said organization.

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Grace Christian Church of South Carolina

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- Mark Howard*
2. The board requires each board member to contribute to selling tickets to its annual fundraising event, and by recruiting sponsors, selling tickets, providing service hours, and or otherwise supporting all other event(s).

Section 4.

Ability to Hire Personnel

1. Executive Director and Other Staff. The Executive Director will not be fired and/or replaced unless there is a unanimous vote of the Board of Directors. In the event of resignation or removal, the Board may hire an Executive Director to act as agent for the Corporation and conduct the business of the Corporation. The ability to hire personnel of Grace Christian Church of South Carolina will reside as it is currently with that Executive Director.
2. Supervision of Staff. All staff shall be directly responsible to the executive director of Grace Christian Church of South Carolina who will report directly to the board

ARTICLE VIII OFFICERS

Section 1. General. The officers of Grace Christian Church of South Carolina shall consist of a President, Vice President, who is the President-elect, Secretary and Treasurer and such other officers as the Board may designate from time-to time.

- a. Election/Removal. Officers shall be elected or removed from office by a majority vote of the Board at any called meeting where a quorum is present.
- b. Terms of Office. All terms of office shall be (1) year. The terms of the officers shall begin when the officers are elected at the Annual Meeting.
- c. Vacancies. In case of a vacancy of the office

Section 2.

Duties of the Officers.

- a. President. The President is the principal officer of the Corporation and shall preside at all meetings. The President shall appoint committees including an Advisory Committee, and designate their chairmen if deemed necessary. The terms of the standing committees shall be two (2) years and shall coincide with the annual year. The President shall appoint such other committees as are required to conduct the business of the Corporation. The President shall, when directed by the Board, sign with the proper officers of the Corporation, all contracts, easements, conveyances to or from the Corporation, securities and any other obligations in the name of the Corporation; provided, however, that the President shall have the authority to delegate to another officer or Director of the Corporation one or more of these duties for specific transactions upon condition that such delegation shall be made by the President in writing. He shall do and perform such other duties as may from time to time be assigned by the Directors and shall have a general oversight over the affairs and finances of the Corporation.
- b. Vice President/President-Elect. Vice President/ President-Elect shall assist the President in the discharge of his duties as the President may request. In the case of the absence or disability of the President, the duties of the office of President shall be performed by the Vice President.
- c. Secretary. The Secretary shall keep the minutes of all meetings and proceedings of the Corporation, and attend to the giving and servicing of all notices for the Corporation. The

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Oct 19, 2023 Grace Christian Church of South Carolina

REFERENCE ID: 1459038

Mark H. Hurd
Secretary

Secretary shall maintain the membership roster. He shall conduct the correspondence of the Corporation. He shall attest the signatures of the proper officers of the Corporation on all contracts, securities and other obligations of the Corporation in the name of the Corporation and shall affix the seal of the Corporation thereto when so required. In the absence of the Secretary, the duty may be so designated by the Board of Directors to be performed by another, including but not limited to the Executive Director.

- d. Treasurer. The Treasurer shall be responsible for the safekeeping of the Corporation's funds and for maintaining adequate financial records. As part of his duties, the Treasurer or his designee shall;
1. Read the financial report, prepared by the Executive Director, at the Annual Meeting and at all other meetings of the Board as requested.
 2. Perform such other duties as the Board may direct.
 3. Ensure that all members of the Board of Directors have fulfilled their financial obligations as a paid member of Grace Christian Church of South Carolina.

ARTICLE IX COMMITTEES

Section 1. Executive. The Executive Committee shall consist of the four elected officers and the Immediate Past President. The Executive Committee shall have the power of the full Board between regular or special meetings to hire provisionally an Executive Director on an interim basis and to approve conditionally (i) contracts of purchase and sale of property, (ii) investment decisions, (iii) contracts for services, grant applications, and conditions for grant awards or donations, and (iv) any other contracts or agreements which ordinarily require full Board approval.

Quorum. A majority of the Executive Committee shall constitute a quorum.

- a. Meetings. Meetings shall be called by the president as needed. Regular meetings of the board are bi-monthly on the third Thursday at 6:00 pm.

ARTICLE X MEETINGS

Section 1. Annual Meetings of the Board Members.

- a. An annual meeting of the Directors, as the sole members of the Corporation and as required under the South Carolina Non-Profit Corporation Act, shall be held once a year.
- b. Elections of Directors and Officers shall take place at the Annual Meeting, except the election of Directors to fill vacancies, which may occur at any special or regular meeting of the Board.
- c. At the Annual Meeting, the President and the Treasurer shall report on the activities and financial condition of Grace Christian Church of South Carolina.
- d. All Board Members shall be notified of the date, time and place of the Annual Meeting and a description of any matter that must be approved by the Board Members as required under the South Carolina Non-Profit Corporation Act, by written notice mailed, with first class postage affixed, to the last known place of residence or business at least ten (10) days prior to the date of the Annual Meeting.

Section 2. Regular Meetings of the Board. Regular Meetings of the Board shall be held Bi-Monthly on the third Thursday at 6pm.

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Section 3. Special Meetings of the Board. Special meetings of the Board, in addition to bi-monthly Regular Meetings may be called by the President at written request. Within two (2) days of the receipt of such petition, the President shall give a two (2) days' written notice of the time, place and date of the special meeting of the Board of Directors to be held within two (2) weeks after the receipt of such petition. No business except that mentioned in the call shall be transacted at this meeting.

Section 4. Quorum, Proxy Voting & Parliamentary Procedure. Two third of the Board Members then in place shall constitute a quorum for the conduct of business at any Regular, Special or Annual Meeting of the Board Members. There shall be no absentee ballot or proxy cast at any meeting. The rules contained in Robert's Rule of Order Revised shall govern the Corporation in the conduct of all meetings.

ARTICLE XI SUPPORTING MEMBERSHIP CONTRIBUTIONS

Contribution levels of support entitling an individual or organization to be designated as a Supporting Member shall be set by the Board at such levels and upon such payment terms as the Board may determine from time to time, in its exclusive discretion.

ARTICLE XII INDEMNIFICATION

In addition to any right of indemnification allowed to each Director, Officer or employee of the Corporation, but subject to the limitations, set forth in the South Carolina Non-Profit Corporation Act, each person now or hereafter a Director, Officer, administrator or employee of the Corporation (and his respective heirs, executors and administrators) shall be indemnified by the Corporation against all costs and expenses including all attorney's fees, imposed upon or reasonably incurred by him in connection with or resulting from any action, suit, proceeding or claim to which he or she is or may be made a part by reason of his being or having been a Director, Officer, administrator or employee of the Corporation, except in relation to matters as to which he shall have been financially adjudged in such action, suits or proceedings to be liable for negligence or misconduct in the performance of his duties as such Director, Officer, administrator or employee. Such right of indemnification shall not be deemed exclusive of any rights to which he may be entitled under any other bylaw, agreement or otherwise.

ARTICLE XIII AMENDMENTS

The Bylaws may be amended at any meeting of the Directors by a majority vote of those present, provided copies of the proposed amendment or amendments have been mailed, with first class postage affixed, to all Board Members at least (10) days before the meetings. The Bylaws may be amended at other times by ballot, provided copies of the proposed amendment or amendments have been mailed to all Board Members at least (3) weeks before the date by which they are to be returned.

ARTICLE XIV DISSOLUTION

Grace Christian Church of South Carolina may be dissolved and its business and affairs terminated upon a vote of two-thirds (2/3rds) majority of its Board Members at a Special Meeting of which at least (10) days written notice

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Grace Christian Church of South Carolina

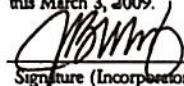
REFERENCE ID: 1459038

~~Each member~~ each member, with first class postage affixed, shall be given. Such notice shall state the date, time, place and the purpose of the meeting. A certificate stating such facts shall be filed with the Secretary of State.

Upon the dissolution of Grace Christian Church of South Carolina and after all its debts and expenses have been paid, all its assets which may be legally so distributed in conformity with these Bylaws and for the purposes set forth in Article III, ~~supra~~. All remaining assets of Grace Christian Church of South Carolina shall be conveyed or distributed to one or more organizations as may be designated by the Board of Directors of Grace Christian Church of South Carolina, so long as such organization at the time of such conveyance or distribution qualifies as an organization described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code or any corresponding provision of any future federal tax code.

ARTICLE XV INCORPORATORS

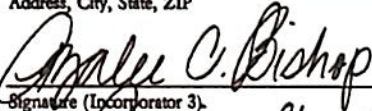
In witness whereof, we, the undersigned, have hereunto subscribed our names for the purpose of forming the corporation under the laws of the State of South Carolina and certify we executed these Articles of Incorporation this March 3, 2009.


Signature (Incorporator 1)

954 Custer St., Columbia, SC 29210
Address, City, State, ZIP


Signature (Incorporator 2)

954 CUSTER ST. COLA. SC 29210
Address, City, State, ZIP


Signature (Incorporator 3)

757 Canoe Street, Columbia 29810
Address, City, State, ZIP

Signature (Incorporator 4)

Address, City, State, ZIP

EXHIBIT F



March 25, 2022

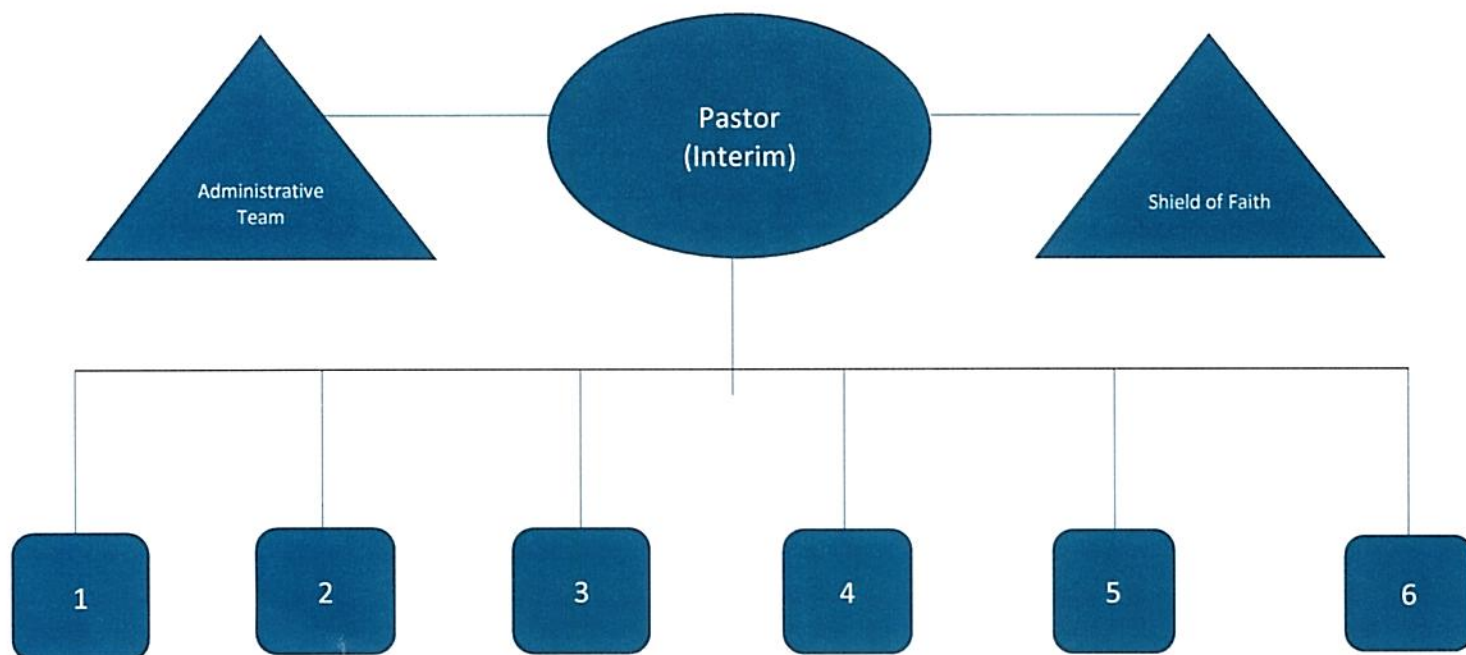
Grace Christian Church Family,

For nearly 15 years, one of the most fulfilling assignments in my life has been as the Pastor of Grace Christian Church. I genuinely believe it is my life purpose and calling to lead the people of God. Regrettably, I have entered a season where my mental health, physical fitness, and spiritual growth need restoration. Therefore, I am immediately requesting a compensated six-month sabbatical for that restoration and renewal. The official sabbatical date begins on Sunday, March 27, 2022, concluding Saturday, October 1, 2022.

As this period begins, the Church body needs to select an Interim Leader to operate for the next six months. Leadership should accomplish this progression through a vetting and voting process. Before starting the sabbatical, I will assist in transitioning to a Committee and Administrative Team. My recommendation of committee members to organize this process are:

- Elder Roderick Bishop (Chair)
- Elder Joseph Morris (Vice-Chair)
- Kenyatta Simpson (Secretary)
- Dwan Young
- Gene Sessions
- Mother Debra Wallace
- Rev. Henry Hannagan

During this time, the Interim Leader will meet with the Church's Administrative Team to lead the operations of the Church. The Administrative Team is aware of several dates and events that should be managed and executed over the next six months. There should be no significant operational changes or administrative dismissals during this time. The Interim Leader and Administrative Team are responsible for new hires and appointments. The organizational chart below should remain in place until my return.



1. **Operations:** Finance Committee, Building Management, and Supplies are presently managed by Elder Angela Bishop Hammonds.
2. **Worship & Arts:** Audiovisual Team, online worship experience, social media, musicians, and voices are presently managed by Liz Oliver.
3. **Spiritual Development:** Sunday School/Wednesday Night, Prayer Team, New Members are presently managed by Rev. Errica Bishop.
4. **Hospitality & Service:** Ushers, Gate Keepers, Security, Care Groups are presently managed by Dwan Young.
5. **Auxiliary Ministries:** Mother's Board, Men's Ministry, Women's Ministry, Children and Youth Ministries, Clergy and Deacons (Communion). **I am proposing that Elder Joseph and Rev. Viola Morris manage this. This leadership will aid with the responsibility of ministries that need leadership.**
6. **TBD:** This can be a department developed for growth and advancement.

All teams, divisions, and departments should identify a leader in the interim. This will help with who reports to who. Upon my return, I will meet with all leaders to set expectations for the congregation. All roles and responsibilities should be defined by the leader of each team, division, or department. If a person is needed to assist the Interim Pastor during these six months, that person can be placed underneath the Pastor in the organization chart to help meet with the six departments. There should not be any reconfiguration of the organizational chart.

I sincerely pray that this church body continues to grow while addressing the organizational challenges that will allow me to continue to lead this church body. I will not deal with the day-to-day or week-to-week management of the church. I am, however, willing to meet with the identified Interim Pastor upon the completion of the vetting and voting process. That identified person can meet with me on a needed basis. Until that time, I am only communicating with Elder

Roderick Bishop as the Chairman of that process. Upon selecting the Interim Pastor, I will make that appointee my point of contact.

Until,

Dr. Aaron R E Bishop

Dr. Aaron R. E. Bishop
Pastor

EXHIBIT G

Grace Christian Ministries DBA Greater Columbia Community CDC

Board meeting (Zoom)

Saturday, March 26, 2022

Attendees:

Special Note: First Lady, Dr. Jennifer Bishop

Pastor Dr. Aaron R. E. Bishop

(Not In Attendance)

Elder Angela B. Hammonds

Elder Robin B. McRae

Elder Roderick Bishop

Rev. Dr. James Gibbs (Guest- Non Voting)

The meeting was called to order by Elder Angela Hammonds:

Pastor Bishop objected to the meeting and stated that the meeting was out of order, because Grace Christian Church and Grace Christian Ministries (GCCDC) don't meet together.

This became debatable and amended according to the By-Laws – Section 1
The meeting was in order.

The meeting continue: Elder Robin McRae made a motion to accept Pastor Bishop's letter regarding his sabbatical request and the salary will be reviewed with the finance department.

Pastor Bishop objected and stated that his letter was under Grace Christian Church, and this may have the appearance of sibling decision and not church.

This became debatable and amended according to the By-Laws and 2006 Membership Manual.

Pastor Bishop will redo letter accordingly.

The motion was second by Elder Roderick Bishop –vote and passed by majority.
Pastor Bishop stated that let the record show that he did not vote in favor.

Elder Angela Hammonds reminded Pastor Bishop of the Church's Theme for 2022:
The 3 R's – Restore - Renew – and Recreate

Elder Robin McRae stated the reasons why Rev. Dr. James Gibbs was in attendance. This was acceptable by all.

Elder Robin McRae made a motion to accept Dr. Gibbs as a new Board Member. This became debatable and not properly second.

Elder Robin McRae made a motion for Grace Christian Church to accept Dr. Gibbs as interim pastor for the next 6 (six) months.

Pastor Bishop objected and stated that this action would conflict with the committee in placed with Elder Roderick Bishop (Chair), and Dr. Gibbs name should be submitted for their approval.

This became debatable and amended by the By-Laws.

The motion second by Elder Roderick Bishop – vote and passed by majority.

Rev. Dr. James Gibbs will become Interim Pastor for Grace Christian Church for the next 6 (six) months.

The meeting was adjourned.

EXHIBIT H

October 20, 2022

Greetings Rev. Dr. Aaron Bishop,

It is our hope that this correspondence finds you well. The purpose of this letter is to inform you of some changes as it relates to your status as Senior Pastor of Grace Christian Church.

On March 23, 2022, Grace Christian Church received a letter requesting a sabbatical. The sabbatical letter indicated that the sabbatical was set to end on October 1, 2022, and as of October 30, 2022, a return plan has not been communicated. A decision has been made by the clergy, administrative teams and church members to extend your sabbatical with a return date of 01/01/24. This allotted time period will allow for spiritual, physical, and mental restoration for you.

The terms of the Sabbatical extension are as follows:

- Refrain from conducting any spiritual, financial, business, or legal matters for Grace Christian Church.
 - This includes:
 - i. Conducting bible study, prayer meetings, business meetings or any ordinances connected to GCC.
 - ii. Acting in a pastoral or leadership position associated with GCC.
 - iii. Receiving or requesting logistical or financial information concerning GCC.
- Provide GCC with any information necessary within 72 business hours of the request.
 - This includes:
 - i. Passwords
 - ii. Security codes
 - iii. Contacts
 - iv. Log on information

Lastly, your original sabbatical request included a request for compensation from GCC. No compensation will be provided during this extended sabbatical.

All terms and conditions listed in this correspondent are effective upon receipt of this letter.

Sincerely,

Grace Christian Church Administrative Team, Grace Christian Church Clergy Team and Church Members

This document was written, signed and submitted with the support of the elders and leadership team of Grace Christian Church.

Minister Theresa L. Thomas
Elder Joseph Thomas
Rev. Henry Thomas
Debra Fahn
Blodys Montoya
Marybeth

Dr. Aaron Bishop
David S. L.

This document was written, signed and submitted with the support of the elders and leadership team of Grace Christian Church

EXHIBIT I



Taneshia Dreher <taneshia@seandreher.com>

CHURCH MEETING

1 message

Grace Christian Church <notifications@onrealmmail.org>

Mon, Sep 18, 2023 at 2:03 PM

Reply-To: info@gccofsc.org

To: taneshia@seandreher.com



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CHURCH MEETING

Hey Grace family!

We hope this message finds each of you well.

Join us for a very important church meeting after our worship service on **Sunday, October 1st**. This meeting will allow us to come together and discuss pressing matters as we look ahead to sights on 2024. Your participation and insights are invaluable. Together, we can ensure our spiritual family's continuous growth and unity.

Please mark your calendars and make it a priority to be there.

We look forward to your presence and contribution.

Sincerely,

Grace Christian Church

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EXHIBIT J

Grace Christian Church Special Church Meeting
Sunday October 1, 2023

The church meeting was called to order and moderated by Elder James Gibbs after worship services. The church body of Grace Christian Church were given the opportunity to express their concerns on Dr. Aaron Bishop as the Pastor of Grace Christian Church.

All written communication between Dr Aaron Bishop and the church was read by Tia Falu which included the Sabbatical letter from Dr. Aaron Bishop and the second letter sent to Dr. Bishop after no response to his return date. Members expressed their disappointment and the lack of communication from Dr Aaron Bishop after 18 months of sabbatical leave from the church. The church membership stated they supported his initial sabbatical leave however after no response to the congregation needs or attendance and seeing several public and community appearances, a decision was determined by the quorum in attendance to remove Dr. Aaron Bishop as the Senior Pastor of Grace Chistian Church.

The ballots were given out and collected by Tia Falu, Shawn Nelson and Christol Morton. The results were given to Elder James Gibbs and read to the Membership. It was a unanimous decision to request the removal Dr. Aaron Bishop as the Senior Pastor to the Board of Trustees of Greater Columbia Community Development Corporation. The letter will be written by Tia Falu and sent to the Board of Trustees.

Closing prayer was done by Elder James Gibbs

Minutes composed by Tia Falu

EXHIBIT K



Grace Christian Church of Columbia

Posted by Jennifer Bishop

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COLUMBIA, SOUTH CAROLINA – [October 15, 2023] – Grace Christian Church is thrilled to announce the return of our beloved Senior Pastor, Dr. Aaron Bishop, an... See more

Grace
CHRISTIAN CHURCH

