

UNITED DELIVERANCE CHURCHES IN AMERICA, INC.

COMPREHENSIVE BYLAWS

Governance • Episcopal Leadership • Boards • Departments • Decision Authority

A Covenant Connection of Autonomous Churches

One Lord. One Faith. One Covenant.

South Carolina Religious Nonprofit Governance Draft

Designed to accompany the UDCA Articles of Incorporation. Review by South Carolina nonprofit/church counsel before final adoption is recommended.

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ARTICLE I - NAME, IDENTITY, AND GOVERNING CHARACTER

The name of this religious nonprofit corporation is United Deliverance Churches in America, Inc. ("UDCA" or "the Connection"). UDCA is a covenant connection of autonomous Deliverance, Holiness, and Spirit-filled churches, ministries, clergy, and Christian leaders organized for religious, charitable, educational, missionary, and community-impact purposes.

UDCA shall be governed by its Articles of Incorporation, these Bylaws, duly adopted policies and resolutions, and applicable law. In matters of ecclesiastical identity, doctrine, worship, ministerial standards, and connectional order, UDCA shall act consistently with its adopted Christian faith and religious doctrine.

The Connectional motto is: "One Lord. One Faith. One Covenant." Its operating model is: Independent in Governance; Covenanted in Relationship; Collaborative in Mission; Strategic in Development; Measurable in Impact.

ARTICLE II - PURPOSE, MISSION, VISION, AND VALUES

Mission. To unite, equip, and strengthen Deliverance churches for Gospel impact across the nation.

Vision. To establish a healthy, trusted, effective national connection of autonomous Deliverance, Holiness, and Spirit-filled churches and ministry leaders who work together to advance the Kingdom of God.

UDCA exists to foster Christian fellowship, prayer, evangelism, discipleship, leadership development, church health, ethical deliverance ministry, missions, community transformation, education, benevolence, economic empowerment, worship and sacred arts, media ministry, next-generation development, and cooperative service.

- Christ-centered faith and biblical authority
- Holy living, prayer, worship, spiritual renewal, and responsible deliverance ministry
- Local-church autonomy and respectful covenant relationships
- Integrity, accountability, transparency, safeguarding, and sound stewardship
- Leadership development, intergenerational ministry, church health, and measurable community impact

ARTICLE III - COVENANT AUTONOMY OF AFFILIATED CHURCHES

Affiliation with UDCA is covenantal and relational. No local church surrenders its separate legal existence, property, finances, membership, pastoral office, worship, staffing, internal discipline, governing documents, or local mission merely by affiliating with UDCA.

UDCA shall not appoint or remove a local pastor, control a congregation's bank accounts or budget, acquire or encumber local property, alter local membership, or bind an affiliate to a financial obligation unless the local church has separately granted such authority in writing under its own governing documents.

No affiliated church is liable for UDCA's debts solely because of affiliation, and UDCA is not liable for an affiliate's debts solely because of affiliation. Nothing in these Bylaws prevents a voluntary written agreement for a specific project, grant, property arrangement, employment relationship, shared service, or ministry undertaking.

ARTICLE IV - MEMBERSHIP AND AFFILIATION

UDCA may maintain statutory corporate members and connectional affiliates in classes established by these Bylaws or policy. Corporate voting rights, if any, shall be expressly stated; affiliation alone does not create a vote in corporate governance.

Connectional categories may include Affiliated Churches, Covenant Ministries, Clergy/Ministerial Affiliates, Associate Leaders, and Partner Organizations. Admission requires an application, affirmation of UDCA's covenant and applicable standards, and approval through the process established by the Executive Council.

Affiliates may withdraw voluntarily upon written notice. Suspension or termination for material breach of covenant, financial misconduct involving UDCA, abuse, serious ethical misconduct, persistent public misrepresentation of UDCA, or conduct materially damaging to the Connection requires notice and a fair review process. Ecclesiastical discipline shall be distinguished from employment and corporate governance actions.

ARTICLE V - GOVERNANCE FRAMEWORK AND DECISION AUTHORITY

UDCA uses a shared-governance model with clearly separated ecclesiastical, corporate, administrative, financial, and regional responsibilities. The Presiding Bishop & Chief Servant is the principal ecclesiastical and executive leader, but authority shall be exercised within the Articles, these Bylaws, adopted budgets, fiduciary duties, and reserved powers of the governing Board.

For purposes of South Carolina nonprofit law, the body designated in these Bylaws as the Executive Council shall serve as the corporate Board of Directors unless the Articles or a duly adopted amendment expressly provide otherwise. The Board of Presbyters/Covenant Council is the senior ecclesiastical council and is not automatically the corporate Board solely by virtue of its title.

ARTICLE VI - PRESIDING BISHOP & CHIEF SERVANT

The Presiding Bishop & Chief Servant is the senior ecclesiastical officer, chief servant-leader, principal public representative, and chief executive officer of the Connection. The office provides spiritual direction, national vision, strategic leadership, coordination of the episcopacy, and executive supervision of the Connection's ministries and national administration.

The Presiding Bishop shall preside at Holy Convocation, meetings of the Executive Council when present, episcopal gatherings, and major national ecclesiastical assemblies; issue national calls to prayer and pastoral/connectional addresses; recommend national priorities; supervise implementation of approved strategy; and maintain unity among national and regional leaders.

The Presiding Bishop may appoint or nominate Executive Bishops, State Bishops, District Elders, national ministry chairs, special advisers, task forces, chaplains, protocol officers, and other ecclesiastical or program leaders, subject to any confirmation specifically required by these Bylaws. Appointments do not create employment or compensation unless separately authorized.

The Presiding Bishop may direct day-to-day operations within the approved budget; approve ordinary-course expenditures within limits set by the Executive Council; execute contracts and official instruments within delegated authority; convene special leadership meetings; establish temporary task forces; issue administrative directives consistent with these Bylaws; and take reasonable emergency action necessary to protect persons, ministry continuity, records, assets, or reputation, subject to prompt reporting and any required Board ratification.

The Presiding Bishop may not unilaterally amend the Articles or Bylaws; dissolve, merge, or sell substantially all assets of the Corporation; divert restricted funds; authorize self-compensation; override a duly adopted Board action where law assigns the decision to the Board; or transfer an affiliated church's property or pastoral authority to UDCA without that church's lawful written consent.

ARTICLE VII - EXECUTIVE COUNCIL / CORPORATE BOARD OF DIRECTORS

The Executive Council is the corporate Board of Directors and exercises the fiduciary and corporate authority required by law. It shall consist of not fewer than three directors and may include the Presiding Bishop, General Secretary, General Treasurer, Chief Financial Officer, selected Executive Bishops, and additional directors designated or appointed under these Bylaws.

The Executive Council approves corporate strategy, annual operating and capital budgets, material contracts, borrowing, banking authority, acquisition or disposition of UDCA-owned real property, insurance, major

personnel structures, audited or independently reviewed financial reports, conflict-of-interest controls, risk management, and other matters reserved to the Board by law.

The Executive Council confirms appointments when these Bylaws expressly require confirmation; fills corporate director vacancies according to the governing documents; evaluates executive accountability; receives reports from the Presiding Bishop, General Secretary, Treasurer/CFO, General Counsel, Executive Bishops, and committees; and ensures that corporate activities remain aligned with UDCA's exempt religious purposes.

- Reserved Board actions: amendments as required by law/bylaws; merger or dissolution recommendations/approvals; sale of substantially all corporate assets; material borrowing or guarantees; adoption of the annual budget; compensation of the Presiding Bishop and other disqualified/interested senior officers; independent audit/review engagement; and conflict-of-interest determinations involving senior leaders.
- Board members owe duties of good faith, care, loyalty, obedience to mission, confidentiality, and appropriate management of conflicts.

ARTICLE VIII - BOARD OF PRESBYTERS / COVENANT COUNCIL

The Board of Presbyters/Covenant Council is UDCA's senior ecclesiastical advisory and accountability body. It safeguards spiritual integrity, doctrinal continuity, episcopal fellowship, prayerful accountability, ministerial standards, and connectional relationships.

Its functions include advising the Presiding Bishop on doctrine, worship, consecration and installation, episcopal standards, ordination/credential frameworks, serious clergy ethics matters, reconciliation, pastoral care of bishops and senior leaders, and the spiritual health of the Connection.

The Board of Presbyters may investigate or review ecclesiastical complaints under an adopted due-process policy and may recommend admonition, restoration plans, suspension of UDCA credentials/recognition, or removal from an ecclesiastical appointment. Corporate director removal, employment termination, and financial sanctions must follow the separate authority and procedures applicable to those relationships.

The Presiding Bishop chairs or designates the chair of the Board of Presbyters. In a matter involving the Presiding Bishop personally, the Presiding Bishop shall not chair the review; the senior uninvolved presbyter or a designated independent ecclesiastical panel shall preside.

ARTICLE IX - EXECUTIVE BISHOPS AND REGIONAL GOVERNANCE

Executive Bishops provide episcopal leadership to geographic regions established by UDCA. Regions may include Northeast, South/Southeast, Midwest, and West, with boundaries adjusted by the Presiding Bishop subject to Executive Council policy.

Executive Bishops implement national strategy regionally; convene regional gatherings; mentor State Bishops and District Elders; receive affiliation and ministry reports; identify leadership needs; assist church-development initiatives; coordinate pastoral response during crises; and submit periodic reports to the Presiding Bishop and General Secretary.

Executive Bishops may make ordinary regional program decisions within approved policy and budget. They may recommend appointments, regional events, partnerships, and expenditures. They may not bind UDCA to material contracts, incur unapproved debt, change doctrine, create a separate legal obligation in UDCA's name, remove a local pastor, or exercise control over an autonomous affiliate's property or finances without express authority.

ARTICLE X - STATE BISHOPS, DISTRICT ELDERS, AND COORDINATORS

State Bishops serve as connectional leaders within a state and report through the appropriate Executive Bishop. District Elders provide pastoral and administrative coordination within assigned districts. Regional and State Coordinators support programs, communications, data, events, and ministry implementation.

These leaders cultivate relationships with affiliates; coordinate prayer, training, fellowship, and outreach; assist with onboarding; identify churches needing support; maintain accurate connectional information; and refer significant issues through the chain of accountability.

They possess no inherent authority over local church property, budgets, pastoral appointments, or membership. Their authority is connectional, pastoral, and programmatic unless a separate written agreement provides otherwise.

ARTICLE XI - GENERAL SECRETARY

The General Secretary is the chief corporate records and administrative officer and shall fulfill the statutory secretary function. The General Secretary maintains the official corporate book, Articles, Bylaws, amendments, resolutions, minutes, director/officer rosters, policies, notices, affiliation records, credential/appointment records assigned to the office, and authenticated copies of corporate records.

The General Secretary prepares or causes to be prepared minutes of Executive Council and member meetings; certifies official actions; issues notices and correspondence authorized by the Presiding Bishop or Board; coordinates the national directory; tracks terms and appointments; maintains the official calendar; and supports legal/regulatory filings in coordination with counsel and finance officers.

The General Secretary may authenticate records, certify resolutions, manage routine administrative correspondence, and implement approved records policies. The General Secretary may not independently create corporate policy, commit unbudgeted material funds, amend governance documents, or speak for the Board on matters not authorized.

ARTICLE XII - GENERAL TREASURER AND CHIEF FINANCIAL OFFICER

The General Treasurer is the principal stewardship officer for custody and reporting of corporate funds. The Chief Financial Officer oversees budgeting, accounting systems, internal controls, financial planning, reporting, compliance support, and financial analysis. One person may hold both offices if law and Board policy permit, but appropriate segregation of duties shall be maintained.

The finance function shall prepare annual budgets, periodic financial statements, cash-flow reports, restricted-fund reports, bank reconciliations, and year-end information; maintain contribution and disbursement controls; support tax and regulatory compliance; and arrange audits or independent reviews when required or directed.

No person may approve a payment to himself or herself. Material disbursements shall require dual authorization under Board policy. Borrowing, guarantees, real-estate transactions, extraordinary expenditures, and compensation changes require the level of approval specified in the Decision Authority Schedule.

ARTICLE XIII - GENERAL COUNSEL AND LEGAL/RISK ADVISORY

General Counsel, whether staff or outside counsel, advises UDCA on corporate governance, contracts, employment, intellectual property, safeguarding, disputes, regulatory compliance, litigation, real estate, and risk. Counsel represents the Corporation, not any individual officer, unless separately engaged.

Legal review shall be obtained for material contracts, real-estate transactions, significant borrowing, threatened litigation, governmental inquiries, serious safeguarding matters, mergers, dissolution, and proposed governance amendments when appropriate.

ARTICLE XIV - CHURCH DEVELOPMENT CENTERS

Church Development Centers are national service platforms rather than judicatory authorities. Each center operates under a charter, annual goals, approved budget, measurable outcomes, and a director or chair accountable through the designated national officer.

- Church Connection Network - affiliation, relationship-building, onboarding, directory development, and connectional engagement.
- Church & Leadership Development Center - pastoral leadership, governance education, administrative development, succession resources, and ministry-team training.
- Church Health & Growth Center - assessment, strategic planning, discipleship systems, stewardship development, congregational vitality, and healthy-growth resources.
- Next Generation Center - children, youth, young adults, emerging leaders, mentoring, leadership pipelines, and intergenerational ministry.

ARTICLE XV - KINGDOM COLLABORATIVES

Kingdom Collaboratives convene leaders around shared gifts, professions, and ministry functions. Collaboratives develop resources, training, peer networks, events, and service initiatives. They do not create independent corporate entities or speak officially for UDCA without authorization.

- Women in Ministry Collaborative
- Men's Leadership Collaborative
- Music, Worship & Sacred Arts Collaborative
- Marketplace & Entrepreneurship Collaborative
- Communications & Media Collaborative

ARTICLE XVI - IMPACT COMMISSIONS

Impact Commissions advance UDCA's public-service and community-impact mission. Each Commission shall maintain a written scope, annual plan, safeguarding/risk standards where applicable, partnerships consistent with UDCA's mission, and periodic impact reports.

- Community Transformation Commission
- Evangelism & Missions Commission
- Justice, Advocacy & Civic Engagement Commission
- Health & Wellness Commission
- Education & Scholarship Commission
- Economic Empowerment & Workforce Commission

ARTICLE XVII - SPIRITUAL LIFE MINISTRIES

Spiritual Life Ministries strengthen the devotional, evangelistic, doctrinal, and discipleship life of the Connection. Their work remains under the spiritual oversight of the Presiding Bishop and applicable review of the Board of Presbyters.

- National Prayer & Intercession Ministry - prayer calls, prayer gatherings, intercessory networks, and spiritual support.
- Evangelism & Deliverance Ministry - evangelism, responsible deliverance ministry, training, follow-up discipleship, and pastoral accountability.
- Biblical Formation & Doctrine Ministry - Bible formation, doctrine resources, teaching standards, and theological education consistent with UDCA's adopted faith.

ARTICLE XVIII - NATIONAL DEPARTMENTS AND SUPPORT OFFICES

The Presiding Bishop, with budgetary and policy approval where required, may establish national departments and offices needed to carry out UDCA's work. Each department shall have a written mandate, reporting line, leader, annual objectives, budget if applicable, and records requirements.

- Office of the Presiding Bishop - executive coordination, episcopal affairs, national vision, protocol, strategic initiatives.
- Office of the General Secretary - records, minutes, notices, directory, correspondence, governance administration.
- Office of General Treasurer & Finance - stewardship, accounting, budgeting, controls, financial reporting.
- Communications & Public Relations - website, media, press, brand standards, social platforms, publications.
- Protocol & Episcopal Affairs - ceremonial order, consecrations, installations, official visits, dignitary coordination.
- Events & Holy Convocation - national gatherings, registration, logistics, vendors, program coordination.
- Missions & Global Affairs - mission partnerships and international relationships authorized by UDCA.
- Clergy Care & Pastoral Support - pastoral care, crisis support, referrals, wellness resources, and benevolence under policy.
- Safeguarding & Ministry Integrity - training, reporting protocols, prevention standards, ethics coordination, and referral to appropriate authorities/professionals.

ARTICLE XIX - COMMITTEES OF THE EXECUTIVE COUNCIL

The Executive Council may establish Board committees consistent with law. Committee authority must be stated in a written charter. Delegation to a committee does not eliminate the fiduciary responsibility of the Board.

Standing committees may include Governance & Nominations; Finance & Audit; Compensation; Risk, Ethics & Safeguarding; Church Development; and Strategic Planning. Committees report recommendations and actions to the Executive Council.

No committee may exercise powers that applicable law reserves from committees, including final action on dissolution, merger, sale of substantially all assets, selection/removal of directors where prohibited, or adoption/amendment/repeal of the Articles or Bylaws.

ARTICLE XX - MEETINGS, QUORUM, AND VOTING

The Executive Council shall meet at least quarterly and may meet in person or by lawful remote means. The Presiding Bishop or a majority of directors may call a special meeting. Notice shall be given as required by law and these Bylaws.

Unless a higher requirement applies, a majority of directors then in office constitutes a quorum. An action is approved by a majority of directors present at a meeting at which a quorum exists, except where law, the Articles, or these Bylaws require a greater vote.

The Board of Presbyters shall meet at least twice annually and as needed for ecclesiastical matters. Regional and departmental bodies meet according to their approved calendars. Written consents and electronic participation may be used where legally permissible and properly recorded.

ARTICLE XXI - DECISION AUTHORITY SCHEDULE

The following schedule establishes default decision authority. "Approve" means final authority within the governing documents; "Recommend" means the matter must be submitted to the approving authority; "Consult" means meaningful input is required; and "Administer" means implementation after approval.

Decision / Matter	Final Authority	Required Input / Controls
National vision, spiritual direction, calls to	Presiding Bishop	Board of Presbyters consulted on

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prayer, national pastoral address		doctrine/major ecclesiastical matters
Day-to-day national operations within approved budget	Presiding Bishop	General Secretary administers; Treasurer/CFO controls funds
Annual strategic plan	Executive Council	Presiding Bishop recommends; Executive Bishops contribute
Annual operating/capital budget	Executive Council	Presiding Bishop + Treasurer/CFO recommend
Ordinary budgeted expenditures	Presiding Bishop or delegated officer	Within Board-approved spending limits
Material/unbudgeted expenditures	Executive Council	Treasurer/CFO review; Presiding Bishop recommends
Presiding Bishop compensation/benefits	Disinterested Executive Council directors	Compensation Committee/independent comparability review
Senior staff compensation	Executive Council or delegated Compensation Committee	Presiding Bishop recommends; interested persons recuse
Executive Bishop appointment	Presiding Bishop	Board of Presbyters consultation; Executive Council confirmation if corporate role attached
State Bishop/District Elder appointment	Presiding Bishop	Executive Bishop recommends; ecclesiastical review as applicable
National department/commission chair	Presiding Bishop	Relevant Executive Bishop/officer may recommend
Creation of permanent national department	Executive Council	Presiding Bishop recommends
Temporary task force/special initiative	Presiding Bishop	Within approved budget; report to Executive Council
Doctrine/ministerial standards	Presiding Bishop + Board of Presbyters	Executive Council acts where corporate policy/legal implementation is required
Credential recognition/suspension under UDCA policy	Presiding Bishop / Board of Presbyters process	Due process required; local church office unaffected unless local church acts
Affiliation approval	Designated Connection office under Executive Council policy	Presiding Bishop may approve/confirm strategic or exceptional cases
Affiliation termination for serious covenant breach	Executive Council for corporate affiliation; Board of Presbyters for ecclesiastical recognition	Notice/review; Presiding Bishop participates except conflict cases
Regional event/program	Executive Bishop	Within approved calendar/budget; General Secretary notified
National Convocation dates/theme/program	Presiding Bishop	Executive Council approves material budget/contracts
Material contracts	Executive Council or authorized threshold delegation	Presiding Bishop executes after approval; counsel reviews as required
Bank accounts/signatories	Executive Council	Treasurer/CFO administer; dual controls
Borrowing/guarantees	Executive Council	Finance review; legal review
Purchase/sale/mortgage of UDCA real estate	Executive Council	Legal + finance review; any member approval if legally required
Sale of substantially all assets/merger/dissolution	Executive Council and any legally required member/third-party approval	Counsel required; Presiding Bishop recommends/participates
Bylaw amendments	Executive Council and/or members as applicable	Required notice; legal review recommended
Articles amendments	Executive Council/members as required by law and Articles	Legal review and filing required
Official corporate records/certifications	General Secretary	Acts from approved minutes/resolutions
Financial statements/reconciliations	Treasurer/CFO	Finance/Audit Committee oversight

Audit/independent financial review	Executive Council	Finance/Audit Committee recommends
Public statements on national policy	Presiding Bishop or authorized spokesperson	Communications administers; counsel consulted for legal risk
Crisis communications	Presiding Bishop + authorized crisis team	Counsel/safeguarding/communications as appropriate
Local church pastoral appointment/removal	Local church only	UDCA has no authority solely by affiliation
Local church property/finances/membership	Local church only	UDCA has no authority solely by affiliation

ARTICLE XXII - FINANCIAL GOVERNANCE AND INTERNAL CONTROLS

The fiscal year shall be established by the Executive Council. All funds shall be deposited in accounts titled to UDCA. Restricted gifts shall be used consistently with donor restrictions and applicable law.

The Board shall adopt a financial-controls policy addressing authorization thresholds, dual approvals, segregation of duties, reimbursements, credit/debit cards, procurement, contracts, cash handling, contribution records, restricted funds, reserves, investments, related-party transactions, and document retention.

The Treasurer/CFO shall provide periodic financial reports to the Executive Council. An annual audit, review, compilation, or other independent financial engagement shall be obtained at the level determined by law, funding requirements, and Board policy.

Decision / Matter	Final Authority	Required Input / Controls
National vision, spiritual direction, calls to prayer, national pastoral address	Presiding Bishop	Board of Presbyters consulted on doctrine/major ecclesiastical matters
Day-to-day national operations within approved budget	Presiding Bishop	General Secretary administers; Treasurer/CFO controls funds
Annual strategic plan	Executive Council	Presiding Bishop recommends; Executive Bishops contribute
Annual operating/capital budget	Executive Council	Presiding Bishop + Treasurer/CFO recommend
Ordinary budgeted expenditures	Presiding Bishop or delegated officer	Within Board-approved spending limits
Material/unbudgeted expenditures	Executive Council	Treasurer/CFO review; Presiding Bishop recommends
Presiding Bishop compensation/benefits	Disinterested Executive Council directors	Compensation Committee/independent comparability review
Senior staff compensation	Executive Council or delegated Compensation Committee	Presiding Bishop recommends; interested persons recuse
Executive Bishop appointment	Presiding Bishop	Board of Presbyters consultation; Executive Council confirmation if corporate role attached
State Bishop/District Elder appointment	Presiding Bishop	Executive Bishop recommends; ecclesiastical review as applicable
National department/commission chair	Presiding Bishop	Relevant Executive Bishop/officer may recommend
Creation of permanent national department	Executive Council	Presiding Bishop recommends
Temporary task force/special initiative	Presiding Bishop	Within approved budget; report to Executive Council
Doctrine/ministerial standards	Presiding Bishop + Board of Presbyters	Executive Council acts where corporate policy/legal implementation is required
Credential recognition/suspension under	Presiding Bishop / Board of Presbyters	Due process required; local church office

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UDCA policy	process	unaffected unless local church acts
Affiliation approval	Designated Connection office under Executive Council policy	Presiding Bishop may approve/confirm strategic or exceptional cases
Affiliation termination for serious covenant breach	Executive Council for corporate affiliation; Board of Presbyters for ecclesiastical recognition	Notice/review; Presiding Bishop participates except conflict cases
Regional event/program	Executive Bishop	Within approved calendar/budget; General Secretary notified
National Convocation dates/theme/program	Presiding Bishop	Executive Council approves material budget/contracts
Material contracts	Executive Council or authorized threshold delegation	Presiding Bishop executes after approval; counsel reviews as required
Bank accounts/signatories	Executive Council	Treasurer/CFO administer; dual controls
Borrowing/guarantees	Executive Council	Finance review; legal review
Purchase/sale/mortgage of UDCA real estate	Executive Council	Legal + finance review; any member approval if legally required
Sale of substantially all assets/merger/dissolution	Executive Council and any legally required member/third-party approval	Counsel required; Presiding Bishop recommends/participates
Bylaw amendments	Executive Council and/or members as applicable	Required notice; legal review recommended
Articles amendments	Executive Council/members as required by law and Articles	Legal review and filing required
Official corporate records/certifications	General Secretary	Acts from approved minutes/resolutions
Financial statements/reconciliations	Treasurer/CFO	Finance/Audit Committee oversight
Audit/independent financial review	Executive Council	Finance/Audit Committee recommends
Public statements on national policy	Presiding Bishop or authorized spokesperson	Communications administers; counsel consulted for legal risk
Crisis communications	Presiding Bishop + authorized crisis team	Counsel/safeguarding/communications as appropriate
Local church pastoral appointment/removal	Local church only	UDCA has no authority solely by affiliation
Local church property/finances/membership	Local church only	UDCA has no authority solely by affiliation

ARTICLE XXIII - CONFLICTS OF INTEREST, COMPENSATION, AND RELATED-PARTY TRANSACTIONS

Directors, officers, bishops, committee members, and key employees shall disclose actual or potential conflicts of interest. A person with a material conflict shall not improperly influence deliberation or vote on the transaction and shall leave the deliberation when required by policy.

Compensation must be reasonable, mission-related, properly authorized, and documented. No officer may determine his or her own compensation. Related-party transactions must be fair to UDCA, disclosed, reviewed by disinterested decision-makers, and documented in minutes.

Decision / Matter	Final Authority	Required Input / Controls
National vision, spiritual direction, calls to prayer, national pastoral address	Presiding Bishop	Board of Presbyters consulted on doctrine/major ecclesiastical matters
Day-to-day national operations within approved budget	Presiding Bishop	General Secretary administers; Treasurer/CFO controls funds
Annual strategic plan	Executive Council	Presiding Bishop recommends; Executive Bishops contribute
Annual operating/capital budget	Executive Council	Presiding Bishop + Treasurer/CFO

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		recommend
Ordinary budgeted expenditures	Presiding Bishop or delegated officer	Within Board-approved spending limits
Material/unbudgeted expenditures	Executive Council	Treasurer/CFO review; Presiding Bishop recommends
Presiding Bishop compensation/benefits	Disinterested Executive Council directors	Compensation Committee/independent comparability review
Senior staff compensation	Executive Council or delegated Compensation Committee	Presiding Bishop recommends; interested persons recuse
Executive Bishop appointment	Presiding Bishop	Board of Presbyters consultation; Executive Council confirmation if corporate role attached
State Bishop/District Elder appointment	Presiding Bishop	Executive Bishop recommends; ecclesiastical review as applicable
National department/commission chair	Presiding Bishop	Relevant Executive Bishop/officer may recommend
Creation of permanent national department	Executive Council	Presiding Bishop recommends
Temporary task force/special initiative	Presiding Bishop	Within approved budget; report to Executive Council
Doctrine/ministerial standards	Presiding Bishop + Board of Presbyters	Executive Council acts where corporate policy/legal implementation is required
Credential recognition/suspension under UDCA policy	Presiding Bishop / Board of Presbyters process	Due process required; local church office unaffected unless local church acts
Affiliation approval	Designated Connection office under Executive Council policy	Presiding Bishop may approve/confirm strategic or exceptional cases
Affiliation termination for serious covenant breach	Executive Council for corporate affiliation; Board of Presbyters for ecclesiastical recognition	Notice/review; Presiding Bishop participates except conflict cases
Regional event/program	Executive Bishop	Within approved calendar/budget; General Secretary notified
National Convocation dates/theme/program	Presiding Bishop	Executive Council approves material budget/contracts
Material contracts	Executive Council or authorized threshold delegation	Presiding Bishop executes after approval; counsel reviews as required
Bank accounts/signatories	Executive Council	Treasurer/CFO administer; dual controls
Borrowing/guarantees	Executive Council	Finance review; legal review
Purchase/sale/mortgage of UDCA real estate	Executive Council	Legal + finance review; any member approval if legally required
Sale of substantially all assets/merger/dissolution	Executive Council and any legally required member/third-party approval	Counsel required; Presiding Bishop recommends/participates
Bylaw amendments	Executive Council and/or members as applicable	Required notice; legal review recommended
Articles amendments	Executive Council/members as required by law and Articles	Legal review and filing required
Official corporate records/certifications	General Secretary	Acts from approved minutes/resolutions
Financial statements/reconciliations	Treasurer/CFO	Finance/Audit Committee oversight
Audit/independent financial review	Executive Council	Finance/Audit Committee recommends
Public statements on national policy	Presiding Bishop or authorized spokesperson	Communications administers; counsel consulted for legal risk
Crisis communications	Presiding Bishop + authorized crisis team	Counsel/safeguarding/communications as appropriate

Local church pastoral appointment/removal	Local church only	UDCA has no authority solely by affiliation
Local church property/finances/membership	Local church only	UDCA has no authority solely by affiliation

ARTICLE XXIV - ETHICS, SAFEGUARDING, AND RESPONSIBLE MINISTRY

UDCA shall maintain safe, ethical, Christ-centered ministry practices. Ministry must respect dignity, informed participation, appropriate confidentiality, pastoral oversight, and legal reporting obligations. Coercion, humiliation, exploitation, financial pressure, abuse, retaliation, and misuse of spiritual authority are prohibited.

Children, youth, vulnerable adults, employees, volunteers, and ministry participants shall be protected through appropriate screening, training, supervision, reporting, response, and referral policies. UDCA ministry shall not discourage appropriate medical, mental-health, emergency, legal, or protective services. Serious allegations shall be referred to appropriate authorities and qualified professionals when required or prudent.

Decision / Matter	Final Authority	Required Input / Controls
National vision, spiritual direction, calls to prayer, national pastoral address	Presiding Bishop	Board of Presbyters consulted on doctrine/major ecclesiastical matters
Day-to-day national operations within approved budget	Presiding Bishop	General Secretary administers; Treasurer/CFO controls funds
Annual strategic plan	Executive Council	Presiding Bishop recommends; Executive Bishops contribute
Annual operating/capital budget	Executive Council	Presiding Bishop + Treasurer/CFO recommend
Ordinary budgeted expenditures	Presiding Bishop or delegated officer	Within Board-approved spending limits
Material/unbudgeted expenditures	Executive Council	Treasurer/CFO review; Presiding Bishop recommends
Presiding Bishop compensation/benefits	Disinterested Executive Council directors	Compensation Committee/independent comparability review
Senior staff compensation	Executive Council or delegated Compensation Committee	Presiding Bishop recommends; interested persons recuse
Executive Bishop appointment	Presiding Bishop	Board of Presbyters consultation; Executive Council confirmation if corporate role attached
State Bishop/District Elder appointment	Presiding Bishop	Executive Bishop recommends; ecclesiastical review as applicable
National department/commission chair	Presiding Bishop	Relevant Executive Bishop/officer may recommend
Creation of permanent national department	Executive Council	Presiding Bishop recommends
Temporary task force/special initiative	Presiding Bishop	Within approved budget; report to Executive Council
Doctrine/ministerial standards	Presiding Bishop + Board of Presbyters	Executive Council acts where corporate policy/legal implementation is required
Credential recognition/suspension under UDCA policy	Presiding Bishop / Board of Presbyters process	Due process required; local church office unaffected unless local church acts
Affiliation approval	Designated Connection office under Executive Council policy	Presiding Bishop may approve/confirm strategic or exceptional cases
Affiliation termination for serious covenant breach	Executive Council for corporate affiliation; Board of Presbyters for ecclesiastical recognition	Notice/review; Presiding Bishop participates except conflict cases
Regional event/program	Executive Bishop	Within approved calendar/budget; General Secretary notified

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National Convocation dates/theme/program	Presiding Bishop	Executive Council approves material budget/contracts
Material contracts	Executive Council or authorized threshold delegation	Presiding Bishop executes after approval; counsel reviews as required
Bank accounts/signatories	Executive Council	Treasurer/CFO administer; dual controls
Borrowing/guarantees	Executive Council	Finance review; legal review
Purchase/sale/mortgage of UDCA real estate	Executive Council	Legal + finance review; any member approval if legally required
Sale of substantially all assets/merger/dissolution	Executive Council and any legally required member/third-party approval	Counsel required; Presiding Bishop recommends/participates
Bylaw amendments	Executive Council and/or members as applicable	Required notice; legal review recommended
Articles amendments	Executive Council/members as required by law and Articles	Legal review and filing required
Official corporate records/certifications	General Secretary	Acts from approved minutes/resolutions
Financial statements/reconciliations	Treasurer/CFO	Finance/Audit Committee oversight
Audit/independent financial review	Executive Council	Finance/Audit Committee recommends
Public statements on national policy	Presiding Bishop or authorized spokesperson	Communications administers; counsel consulted for legal risk
Crisis communications	Presiding Bishop + authorized crisis team	Counsel/safeguarding/communications as appropriate
Local church pastoral appointment/removal	Local church only	UDCA has no authority solely by affiliation
Local church property/finances/membership	Local church only	UDCA has no authority solely by affiliation

ARTICLE XXV - RECORDS, REPORTING, AND TRANSPARENCY

UDCA shall maintain records required by law and sound governance, including Articles, Bylaws, amendments, minutes, resolutions, current director/officer information, financial records, policies, material contracts, tax filings, and required reports.

The General Secretary is custodian of corporate governance records; the Treasurer/CFO is custodian of financial records, subject to coordinated retention policies. Access to records shall follow law, confidentiality obligations, safeguarding requirements, privilege, donor privacy, personnel protections, and adopted policy.

ARTICLE XXVI - SUCCESSION, VACANCIES, REMOVAL, AND EMERGENCY LEADERSHIP

The Executive Council shall adopt a written succession plan for the Presiding Bishop and other key offices. A temporary incapacity of the Presiding Bishop shall be addressed by an Acting Presiding Bishop selected according to the succession plan, ordinarily from among senior Executive Bishops or Presbyters.

A vacancy in the office of Presiding Bishop shall trigger the succession/election process established by a duly adopted ecclesiastical policy consistent with the Articles and these Bylaws. No individual may assume permanent corporate authority merely by seniority unless these Bylaws or the succession policy expressly provide it.

Removal of the Presiding Bishop from ecclesiastical office for serious misconduct, incapacity, abandonment of office, or material breach of fiduciary duty shall require an independent review process, recusal of conflicted persons, recommendation of the Board of Presbyters or designated review panel, and the corporate action required by the Executive Council and law. Removal from ecclesiastical office and removal as a corporate director/officer are distinct actions and shall be documented separately.

ARTICLE XXVII - HOLY CONVOCAION AND NATIONAL ASSEMBLIES

Holy Convocation is UDCA's principal national worship, fellowship, training, reporting, and connectional gathering. It may include episcopal sessions, leadership institutes, departmental sessions, worship, ordination/consecration rites, community-impact activities, business sessions where applicable, and public celebrations.

Holy Convocation does not automatically possess corporate voting authority unless a duly noticed statutory member meeting is expressly convened as part of the gathering.

ARTICLE XXVIII - COMMUNICATIONS, NAME, SEAL, AND INTELLECTUAL PROPERTY

The UDCA name, seal, logos, marks, publications, curricula, digital assets, and official branding are corporate assets. Use by affiliates is licensed under brand standards and does not convey ownership. The Executive Council may adopt trademark, licensing, media, social-media, and public-communications policies.

Only the Presiding Bishop, General Secretary, authorized communications officers, or other expressly designated persons may issue official national statements in UDCA's name.

ARTICLE XXIX - AMENDMENTS

These Bylaws may be amended, restated, or repealed in accordance with the Articles, South Carolina law, and any member voting rights that legally apply. Notice of a proposed amendment shall include the text or a summary/general nature of the proposal as required.

No amendment may eliminate the fundamental autonomy of affiliated churches with respect to local property, finances, membership, pastoral selection, and internal governance without a lawful, express restructuring approved through all required corporate and affiliate processes.

Decision / Matter	Final Authority	Required Input / Controls
National vision, spiritual direction, calls to prayer, national pastoral address	Presiding Bishop	Board of Presbyters consulted on doctrine/major ecclesiastical matters
Day-to-day national operations within approved budget	Presiding Bishop	General Secretary administers; Treasurer/CFO controls funds
Annual strategic plan	Executive Council	Presiding Bishop recommends; Executive Bishops contribute
Annual operating/capital budget	Executive Council	Presiding Bishop + Treasurer/CFO recommend
Ordinary budgeted expenditures	Presiding Bishop or delegated officer	Within Board-approved spending limits
Material/unbudgeted expenditures	Executive Council	Treasurer/CFO review; Presiding Bishop recommends
Presiding Bishop compensation/benefits	Disinterested Executive Council directors	Compensation Committee/independent comparability review
Senior staff compensation	Executive Council or delegated Compensation Committee	Presiding Bishop recommends; interested persons recuse
Executive Bishop appointment	Presiding Bishop	Board of Presbyters consultation; Executive Council confirmation if corporate role attached
State Bishop/District Elder appointment	Presiding Bishop	Executive Bishop recommends; ecclesiastical review as applicable
National department/commission chair	Presiding Bishop	Relevant Executive Bishop/officer may recommend
Creation of permanent national department	Executive Council	Presiding Bishop recommends
Temporary task force/special initiative	Presiding Bishop	Within approved budget; report to

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		Executive Council
Doctrine/ministerial standards	Presiding Bishop + Board of Presbyters	Executive Council acts where corporate policy/legal implementation is required
Credential recognition/suspension under UDCA policy	Presiding Bishop / Board of Presbyters process	Due process required; local church office unaffected unless local church acts
Affiliation approval	Designated Connection office under Executive Council policy	Presiding Bishop may approve/confirm strategic or exceptional cases
Affiliation termination for serious covenant breach	Executive Council for corporate affiliation; Board of Presbyters for ecclesiastical recognition	Notice/review; Presiding Bishop participates except conflict cases
Regional event/program	Executive Bishop	Within approved calendar/budget; General Secretary notified
National Convocation dates/theme/program	Presiding Bishop	Executive Council approves material budget/contracts
Material contracts	Executive Council or authorized threshold delegation	Presiding Bishop executes after approval; counsel reviews as required
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Purchase/sale/mortgage of UDCA real estate	Executive Council	Legal + finance review; any member approval if legally required
Sale of substantially all assets/merger/dissolution	Executive Council and any legally required member/third-party approval	Counsel required; Presiding Bishop recommends/participates
Bylaw amendments	Executive Council and/or members as applicable	Required notice; legal review recommended
Articles amendments	Executive Council/members as required by law and Articles	Legal review and filing required
Official corporate records/certifications	General Secretary	Acts from approved minutes/resolutions
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Public statements on national policy	Presiding Bishop or authorized spokesperson	Communications administers; counsel consulted for legal risk
Crisis communications	Presiding Bishop + authorized crisis team	Counsel/safeguarding/communications as appropriate
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Local church property/finances/membership	Local church only	UDCA has no authority solely by affiliation

ARTICLE XXX - DISSOLUTION AND FINAL GOVERNANCE

Dissolution shall occur only through the approvals required by the Articles and applicable law. Assets remaining after liabilities shall be distributed exclusively for qualifying religious or charitable purposes consistent with the Articles of Incorporation and Section 501(c)(3), if applicable at the time.

No director, officer, bishop, member, or private person shall receive the net assets of UDCA except for lawful payment of obligations.

ARTICLE XXXI - ADOPTION AND CERTIFICATION

These Bylaws are adopted as the governing code of United Deliverance Churches in America, Inc., subject to consistency with the filed Articles of Incorporation and applicable law.

Adopted on: _____ Effective on: _____

Presiding Bishop & Chief Servant: _____

General Secretary / Corporate Secretary: _____

Authorized Executive Council Representative: _____

APPENDIX A - DETAILED DECISION AUTHORITY MATRIX

This matrix is intended to remove ambiguity about who recommends, approves, administers, or must be consulted. Where applicable law assigns a decision to the corporate Board or members, that legal requirement controls.

Matter	Presiding Bishop	Executive Council	Board of Presbyters	General Secretary / Executive Bishops
Spiritual vision	APPROVE/LEAD	Oversight of corporate implementation	CONSULT	Administer / regional implementation
Doctrine & ministerial standards	LEAD/APPROVE with Presbyters	Corporate-policy implementation	CO-REVIEW	Record / implement
National strategy	RECOMMEND/LEAD	APPROVE	Consult	Administer / regional input
Budget	RECOMMEND	APPROVE	-	Secretary records; Bishops administer regional allocations
Appointments - Executive Bishops	APPOINT	Confirm if Board seat/corporate role	CONSULT	Secretary records
Appointments - State Bishops/Elders	APPOINT	-	Review as policy requires	Executive Bishop recommends; Secretary records
Local church pastor/property	NO AUTHORITY by affiliation	NO AUTHORITY by affiliation	NO AUTHORITY by affiliation	NO AUTHORITY by affiliation
Material contracts	Execute after authority	APPROVE/delegate threshold	-	Secretary records; counsel/finance review
Bylaw amendments	Recommend	APPROVE as legally permitted	Consult on ecclesiastical provisions	Secretary notices/certifies
Presiding Bishop discipline/removal	RECUSAL when personal	Corporate action	LEAD independent ecclesiastical review	Secretary records; uninvolved Executive Bishops may serve
Regional programs	National oversight	Budget/policy oversight	-	Executive Bishop APPROVES within authority
Official records	Directs administration	Oversight	-	General Secretary APPROVES/authenticates

APPENDIX B - ORGANIZATIONAL REPORTING STRUCTURE

- Executive Council / Corporate Board - fiduciary and reserved corporate authority
- Presiding Bishop & Chief Servant - chief ecclesiastical and executive leadership
- Board of Presbyters / Covenant Council - senior spiritual counsel, doctrine, episcopal accountability
- General Secretary - corporate records, governance administration, notices, minutes, directory
- General Treasurer / CFO - stewardship, accounting, budgets, controls, reporting
- Executive Bishops - regional episcopal leadership
- State Bishops - state connectional leadership
- District Elders - district pastoral/administrative coordination
- Church Development Centers - church strengthening and leadership development
- Kingdom Collaboratives - shared-gift and professional ministry networks
- Impact Commissions - community transformation and public-service mission
- Spiritual Life Ministries - prayer, evangelism/deliverance, biblical formation
- National Departments / Support Offices - operations, communications, protocol, events, care, safeguarding

APPENDIX C - DEPARTMENT AND BOARD CHARTER STANDARDS

Purpose

Every board, commission, collaborative, center, department, ministry, and committee shall have a concise written purpose tied to UDCA's mission.

Authority

The charter shall state what the body may decide, what it may recommend, what requires prior approval, and what it may never do.

Leadership

The charter shall identify the appointing authority, chair/director, vice chair if any, secretary/recorder, membership composition, terms, vacancies, and removal process.

Reporting

Each body shall identify its reporting officer and submit periodic ministry, financial, safeguarding, and impact reports as applicable.

Budget

No body may incur debt, open an account, solicit restricted funds, or enter a material contract in UDCA's name without authorized approval.

Records

Minutes, rosters, financial records, agreements, and material correspondence shall be retained under UDCA policy.

Ethics

All bodies are subject to conflict-of-interest, safeguarding, confidentiality, anti-retaliation, financial-control, and brand/communications policies.

Annual Review

Each body should undergo an annual review of purpose, outcomes, leadership, budget, risks, and continued strategic relevance.