

**Constitution and Bylaws of
The Christian Outreach Training And Research Institute (COTARI)**

Revision 6 – 2/24/2017

Constitution of COTARI

ARTICLE I NAME AND ADDRESS OF THE CORPORATION

The name of this corporation shall be "The Christian Outreach Training And Research Institute," Incorporated, herein after referred to as COTARI and the principal place of conducting its business shall be Santa Clara County, California.

ARTICLE II NATURE OF THE CORPORATION

COTARI shall be a nonprofit, nonsectarian, interdenominational, Christian organization that provides training and affiliated research in the areas of evangelism and missions to lay members, ministers of churches, and to short-term and long-term missionaries. Special emphasis shall be placed in finding out ways to reach peoples of other faiths – Peoples Identically Loved by God & to be Reclaimed In Mercy (PILGRIMs), and lead them to the Lord.

ARTICLE III LIFE OF THE CORPORATION

The life of this corporation shall be perpetual.

ARTICLE IV VISION AND MISSION OF THE CORPORATION

The vision of COTARI is to spread the Gospel of Jesus Christ to all PILGRIMs, the last frontier for evangelism and missions before Jesus Christ returns, and prepare the world for the return of Jesus Christ. The PILGRIMs are the last peoples of the world, resistant to the Gospel, because of their prior religions or cultures.

In order to carry out the above vision, COTARI shall have the following mission of building up and equipping local churches for the PILGRIMs mission focus, as well as traditional missions, so that it can carry out the Great Commission as stated in Matthew 28:19–20 by:

1. Performing research on different religions and providing proper interpretation of their scriptures and cultures. The bridge between their scriptures and the Bible shall be provided as well as screening cultural elements to determine which elements are worth keeping and which should be modified or discarded. The research shall be done with the cooperation of scholars of other religions and

Christian scholars. This will be done for mutual learning experiences and establishing common interpretative methodologies for scriptures.

2. Performing sociological studies for contradicting theological beliefs. To make theology as a real science, it should be based on the experience of the entire human life spectrum, and should make use of objective, scientific tools that everyone can agree upon based on the results of scientific research regardless of religious background. Sociological tools are appropriate for the human experience, but other tools such as psychology can be added when necessary.

3. Providing training for missionaries who plan to go to regions predominated by PILGRIMs with (1) Biblical fundamentals and (2) the latest findings of the research in missiology in general and (3) the results of items 1 and 2 above.

4. Publishing the results of items 1 and 2 above, and letting other Christians know about these new approaches toward the PILGRIM and the research results.

5. Preparing evangelism training material and providing evangelical training for the member churches, short-term mission teams, and mission organizations. COTARI would fill in the gap in the area of evangelical training with the special emphasis to reach PILGRIMs, which is often ignored by most churches and seminaries.

6. Providing seminars and lectures in the areas of missiology and evangelism to the general public as well as interested churches in order to form support groups for the principles developed by COTARI. These seminars could include coverage for topics helpful to family life or spiritual growth.

7. Providing membership to other Christian organizations **and** churches in order to assist them with fellowship in association with other Christian organizations and churches.

8. Providing membership for individual persons in order to assist them with fellowship with other member organizations or individual members.

9. Other research topics deemed useful for the vision shall be selected with the approval of the Board of Directors, and they will be researched as part of the missions of COTARI. An example is the research on the evangelical styles of Jesus Christ and Apostle Paul for application to modern Christian missions.

ARTICLE V POWERS OF THE CORPORATION

1. COTARI shall have the right and power to acquire by gift, devise, bequest, purchase, or otherwise, and to own, sell, rent, use or to otherwise deal in and with real or personal property, or any interest therein situated in or out of the State of California.
2. This corporation shall have the right and power to do all things necessary to execute and carry out the purpose for which it is established.
3. This corporation shall have all the rights and powers, which are guaranteed, to organizations of like nature by the laws of the State of California, the laws of the different states in which it shall conduct business, and the laws of the United States.
4. This corporation shall have the right and power, through its Board of Directors, to discipline or remove from membership of any church or individual member who shall be found guilty of an offense which, according to the judgment of the Board of Directors, shall deserve such action.

ARTICLE VI THE FOUNDATIONAL PRINCIPLES OF COTARI

1. COTARI is being founded by mature, Christian men and women who are highly motivated by the belief that the mission strategy used in the past towards PILGRIMS must be updated in order to reach them and lead them to the Lord. They strongly believe that the Bible, consisting of the sixty-six books of the Old and New Testaments, should be used as the standard or plumb line in interpreting other faiths, and at the same time that the deliverer of the Gospel message should strategically become part of the cultures and religions of the PILGRIMS, as Jesus Christ was born a Jew and as the Apostle Paul was born in the Hellenistic world understanding the cultures and religions of the Greco-Roman world and the Jewish cultures and religions. They strongly believe that Christian evangelists should model and learn from the methods and styles of teaching and evangelism from Jesus Christ and the Apostle Paul. The messages taught by Jesus and Paul are important by themselves, but how Jesus and Paul delivered the messages to the Jews and Gentiles is critically important in reaching the PILGRIM. It is the strong persuasion of the founding members of COTARI that more powerful and effective ways of reaching the PILGRIMS should be developed based on this new perspective. One proof of the past failed missiological approaches can be seen in the following facts: the Christian population in those countries where one of the great religions is dominant has not increased in spite of hundreds of years of

missionary efforts in those countries. This is the case in Japan, Taiwan, Southeast Asian countries where Buddhism is dominant, India where Hinduism is dominant, or any of the Muslim countries where Islam is dominant. In comparison, such an experimental approach as “using a bridge” for Muslims appears to succeed in reaching the people of Islamic faith.

2. All churches, Christian organizations, and all individuals applying for membership shall subscribe to strong orthodox Christian faith. At the same time they should be open to understand the cultures and religions of the PILGRIMs and accept the sound practices in their cultures and religions. All applicants shall be ready to nurture the PILGRIMs as Jesus and Paul did, providing corrections in love for those practices that are contrary to the fundamental Gospel or teachings of Christianity in such a way that the PILGRIM can understand through their own cultural and religious languages. Also all applicants shall be ready to accommodate good practices of the PILGRIMs that they maintain and that are consistent with the Biblical principles, and to accommodate the practice of Christian faith in the unique way for the PILGRIMs. An example of Tenets of orthodox Christian Faith is shown in the footnote below¹.

ARTICLE VII THE BOARD OF DIRECTORS

1. The government and direction of the business of COTARI shall be vested in its

¹ A sample of Tenets of Christian Faith.

- A. I believe that both Old and New Testaments constitute the Divinely inspired Word of God, inerrant in the originals.
 - B. I believe in one God existing eternally in three persons, Father, Son and Holy Spirit.
 - C. I believe that the Lord Jesus Christ, the Son of God, became man without ceasing to be God, in order that He might reveal God and redeem sinful men.
 - D. I believe that the Holy Spirit came forth from the Father and the Son to convict the world of sin, of righteousness and of judgment; and to regenerate, sanctify, comfort and seal those who believe in Jesus Christ.
 - E. I believe that man is totally depraved in that of himself he is utterly unable to remedy his lost condition.
 - F. I believe that salvation is the gift of God brought to man by grace and received by personal faith in the Lord Jesus Christ, whose atoning blood was shed on the cross for the forgiveness of sins. (continued to the footnote on the next page)
 - G. I believe in the water baptism of believers, symbolizing the believer's union in the death and resurrection of Jesus Christ.
 - H. I believe in the observance of the Lord's Supper, commemorating the sacrifice of our Savior for all mankind.
 - I. I believe the life of the believer is to be separated from the world by consistent conduct before God and man, and is to be in the world as life-giving light.
 - J. I believe in the personal and visible and bodily return of the Lord Jesus Christ.
- (The end of Footnote #1)

Board of Directors, excepting those matters which the Constitution, or By-Laws, or the Board itself assigns to its own members, or to the body of members of COTARI present at the annual meeting, or in a duly called Convention. In all matters assigned to individual members, such individuals shall be answerable to the Board. The government of business is considered an executive function, and the direction of the business is considered a decision-making or policy-making function.

2. The two thirds of the directors make a quorum for the Board meeting, and the decisions of the Board shall be made by a two-thirds majority of the quorum. In determining the quorum, Executive directors and attending Honorary directors should be included. When a meeting in one location cannot be held, Secretary may also get the votes of directors in writing, or Chairman may hold the meeting using telecommunication means. This could be extended to non-attending directors before the meeting or after the meeting by obtaining their written responses on a specific issue from the non-attending directors. The Board of Directors shall have authority to approve or disapprove any action taken by the members in any Convention or by any Committee, or by any individual Board member.

3. The Board of Directors shall consist of those directors who pay the director fee (Executive Directors), and those directors who do not have to pay the director fee (Honorary Directors), but every director should be a member of COTARI.

- A. The number of Directors on the Board shall not be less than seven but no more than twenty two². They have voting rights in all meetings for the government and direction of COTARI.
- B. The number of Honorary Directors shall not exceed half of the number of Executive Directors. They are elected by the Board, and they have the full rights as Executive Directors, but their attendance to the Board meeting is optional. They should meet the requirements of “ownership” and “benefits to COTARI”: they should have the demonstrated loyalty and devotion for COTARI (“ownership”) and their addition to the Board would substantially benefit COTARI (“benefits”).

4. The Board shall consist of a Chairman of the Board, Vice Chairman, President/CEO, and Directors at Large.

5. The President/CEO shall be elected by the Board of Directors for a term of six years, and may be re-elected.

² A deviation to this requirement is allowed during the Founding Period described in Article XXVIII.

6. The Chairman of the Board shall be elected by the Board of Directors for a term of four years and may serve no more than three consecutive terms.

7. One person could assume the position of the President/CEO and the Chairman of the Board at the same time with the approval of the Board.

8. With the exception of the Board Chairman and the President/CEO of COTARI, all members of the Board of Directors shall be elected for a term of one year and may be re-elected by the following procedure: The Chairman of the Board shall appoint a Nominating Committee of a minimum of three members of the Board of Directors, including himself and the President/CEO. The Nominating Committee shall make its report to the Board of Directors for its approval before submitting the report to the floor of the annual meeting. The members of COTARI and delegates present shall elect these nominees at a duly convened business session of the annual meeting.

9. The Vice Chairman and the Vice Presidents shall be elected by the Board of Directors for the term of one year and may be re-elected.

10. When the Board is not in session, the approval in writing of any course of action, either collectively or individually, by a two-thirds majority of the Board of Directors shall have the same authority as the expressed will of a majority of the Board in a duly convened session, provided that every Board member shall be notified in writing of the contemplated course of action and that such course of action shall in no way conflict with any provision of the Constitution or By-Laws and that such course of action shall not change, alter, or amend any provision in the Constitution or By-Laws.

ARTICLE VIII COMMITTEES

The committees are formed to carry out the major tasks of the Board of Directors.

1. CONVENTION PLANNING COMMITTEE – This Committee shall consist of the Chairman of the Board, Vice Chairman, President/CEO and Vice President(s). It shall be in charge of arrangements and publicity for the Convention or annual meeting, planning its program, scheduling its speakers and those who take part, making sure that all who attend are properly provided for, and overseeing all other matters that the Name of the Lord may be magnified and His people edified by following the foundational principles in Article VI.

2. COMMITTEE ON STANDARDS AND CREDENTIALS – This committee shall consist of four persons, who shall be the Chairman of the Board, President/CEO, Vice Chairman, and the one who is elected to serve as Chairman on this committee. This committee shall be referred to in matters regarding the qualifications, ability and character of an applicant for membership, or a researcher or scholar who is to aid in the research, or a missionary who is to be sent from COTARI, when the Chairman of the Board or the President/CEO need counsel or feel that the decision by the committee is preferred over an individual decision. The committee shall take care to preserve the standards of COTARI, making sure that no article in this Constitution or By-Laws is disregarded or violated, and see that whatever course of action is taken in all matters shall be in harmony with the founding principles of COTARI and the Spirit of Christ and His Word. This committee shall also act in all matters assigned to it by this Constitution, the By-Laws or the Board of Directors.

- A. In matters of question about the qualifications of an applicant, a scholar, or a missionary, the Board of Directors (through its Committee on Standards and Credentials) shall have final authority. However, this committee may exercise the option to consult with the Board of Directors.
- B. The Committee on Standards and Credentials shall establish procedures that will be convenient for the applicant, scholar, or missionary and the Board of Directors of COTARI.
- C. The Committee on Standards and Credentials shall have authority to modify procedures for a reasonable cause.

3. EXECUTIVE COMMITTEE – This committee shall consist of the same members as in the COMMITTEE ON STANDARDS AND CREDENTIALS. This committee shall serve as a board of appeals in matters which the Chairman of the Board, President/CEO need or desire additional counsel, and in matters assigned to it by the Constitution, By-Laws, or the Board of Directors. This committee shall have the authority to appoint a member to serve on the board until the next annual business meeting.

4. NOMINATING COMMITTEE – The Nominating Committee shall exist to determine the composition of the Board of Directors by identifying, qualifying and proposing Board Members. This committee shall be appointed by the Board Chairman and shall consist of a minimum of 3 members, including himself, the President/CEO and one other member. The Chairman of the Nominating Committee shall provide the committee with a list of proposed candidates. A poll will be taken by written candidate list to select nominees to be presented to the membership at the annual business meeting. Candidates for nomination receiving a 2/3 vote will be

nominated for installation as members of the Board.

5. FINANCE COMMITTEE – This committee shall be appointed by the Board Chairman and shall consist of a minimum of three members, including the President/CEO, the treasurer and one other member. This committee shall set the membership fee and the director fee that the members of the Board of Directors would pay as well as honoraria for the Board Chairman, the President/CEO, Vice Chairman of the Board, Vice Presidents, the Board Members for the work they perform, and honoraria for the staff members of COTARI. This committee also shall direct the investment policy of COTARI.

6. TRUSTEES – Executive Directors shall be the trustees of COTARI and the Board shall hold all of its property in trust, whether real or personal, in the name of COTARI.

ARTICLE IX DIVISIONS

COTARI shall have two divisions: Research and Training.

1. Research Division – This part of COTARI shall be dedicated primarily in carrying out Missions 1, 2, and 4 of Article IV, Vision and Missions of the Corporation.

2. Training Division – This part of COTARI shall be dedicated primarily in carrying out Missions 3 and 5 of Article IV, Vision and Missions of the Corporation.

3. Missions 6, 7 and 8 shall be carried out by both Research and Training Divisions.

4. Each division shall have a director who oversees the operation of the division, and the directors shall report to the President. In addition, the directors may be on the Board of directors.

5. Appointment of the directors for the two divisions shall be made by the president, and approved by the Board.

ARTICLE X DUTIES OF THE CHAIRMAN OF THE BOARD

1. The Chairman of the Board shall preside at all meetings of the Board of Directors and all business meetings of the Convention or the annual meeting. He or she shall preside or appoint a member of the Board of Directors to preside at all other meetings of the Convention.

2. He or she shall be an ex-officio member of all committees and shall serve as chairman of all committee meetings that he attends unless otherwise appointed previously.
3. He or she shall sign all membership certificates.
4. He or she shall be in charge of all disciplinary action involving a member, except himself, of COTARI.
5. He or she shall be available for counsel to the President/CEO and members of the headquarters staff.
6. He or she shall consult with the Executive Committee, the Committee on Standards and credentials or the Board of Directors, whichever shall be proper, in all matters of policy or course of action not covered by this Constitution, or By-Laws, or by previous action of the Board, or when he or she would consider it desirable to have additional advice and counsel.
7. He or she shall perform any and all other functions usual and customary for a presiding officer for the direction of the business of COTARI.

ARTICLE XI DUTIES OF THE VICE CHAIRMAN

1. In the event that the Chairman of the Board shall become temporarily or permanently unable to serve, or the office shall become vacant, the Vice Chairman shall assume the office and functions of the Chairman of the Board until the disability is removed, or until the next meeting of the Board of Directors.
2. He or she shall become fully informed on all the procedures and policies of the Headquarters office, and of all important matters that the Chairman of the Board and President/CEO consider essential to function properly in the event that he should become Chairman of the Board.
3. He or she shall be a member of the Executive Committee, the Committee on Standards and Credentials and the Convention Planning Committee.
4. He or she shall perform such other duties that shall be assigned to him or her by the Chairman of the Board or the Board of Directors.

ARTICLE XII DUTIES OF THE PRESIDENT/CEO

1. The President/CEO shall be responsible for the work and activities of the headquarters office and its employees, the receiving and proper disposition of communications directed to COTARI, keeping an up-to-date file on every member, processing all applications for membership or for training, issuing membership certificates and identification cards, publishing a regular bulletin to keep members informed about the work and activities of COTARI, and other information of interest to the members.

2. He or she shall direct the activities of the two divisions of COTARI, receiving reports from directors of the two divisions.

3. He or she shall supervise and be responsible for all financial affairs of COTARI, including and not limited to the receiving of and providing receipts for dues payments and contributions, keeping the cash assets in a proper depository, paying all financial obligations, and maintaining a record of all financial activities according to generally accepted accounting principles. He or she shall also have the accounting records available for inspection by any member of the Board of Directors or other authorized persons. He or she may appoint a treasurer with the approval of the Board and delegate this responsibility to the treasurer.

4. He or she shall have discretionary authority to appoint officers and /or directors to represent COTARI at regional conferences, as he deems appropriate.

5. He or she shall be responsible for overseeing the development of relationships with key individuals, organizations, Bible colleges and seminaries that would further the growth and mission of COTARI. This may be accomplished through correspondence, personal contact and the representation of COTARI at significant Evangelical conferences and events.

6. The President shall be responsible to see that an annual audit of the financial records for the organization be conducted and the results be reported in a timely way to the Board of Directors and to the members present at the annual business meeting.

7. He or she shall give an annual report to the Board of Directors of his or her work, the Regional Conventions that have been held, the progress of COTARI in the past year, the receipts and disbursements of the previous year, and the financial condition at the time of the Convention. He or she shall also provide such information to the Chairman of the Board and Board of Directors upon request.

8. He or she shall be an ex-officio member of all standing committees.

9. He or she shall be in charge of all other matters, which are generally considered a part of the responsibility of the President/CEO, for the government of the business of COTARI.

ARTICLE XIII DUTIES OF THE DIRECTOR OF THE TRAINING DIVISION

1. He or she shall be effectively acting as Dean of the school for the Training Division.

2. He or she shall oversee different departments of the Training Division, recruiting the teaching staff, recruiting and enrolling the students for the training division, and issuing the student identification cards, collecting tuitions, providing the curriculum, issuing textbooks and establishing policies regarding examinations, writing papers and grading students, awarding diplomas, and being responsible for the activities of the division in general.

3. He or she shall be responsible for the Training Division's qualifications for proper accreditation from the required authorities.

4. He or she shall consult with the President and the Committee on Standards and Credentials in the choice of textbooks, the selection of teaching staff, and the qualification standards for admitting students.

5. He or she shall be responsible for overseeing the development of relationships with key individuals and organizations in the area of evangelism training, Bible colleges, and seminaries that would further the growth and mission of COTARI through the Training Division. This may be accomplished through correspondence, personal contact and the representation of COTARI at significant Evangelical conferences and events or at significant Bible teaching/evangelism conferences and events.

6. He or she shall supervise and be responsible for all financial affairs of the Training Division, including and not limited to the receiving of and providing receipts for tuition payments and contributions, keeping the cash assets in an appropriate depository, paying all financial obligations, and maintaining a record of all financial activities according to generally accepted accounting principles. He or she shall also have the accounting records available for inspection by the President or any member of the Board of Directors or other authorized persons.

This responsibility may be delegated to the treasurer, but the reporting of the financial status of the Division cannot be delegated to the treasurer.

7. He or she shall have discretionary authority to appoint teaching staff and other officers to accomplish his or her duties outlined in the Constitution. His or her appointment shall be approved by the President and the Board.

8. He or she shall give an annual report to the President and the Board of Directors concerning the work accomplished in the Training Division and the financial status of the Training Division. He or she shall provide such information to any member of the Board upon request.

ARTICLE XIV DUTIES OF THE DIRECTOR OF THE RESEARCH DIVISION

1. He or she shall be the head of the Research Division.

2. He or she shall propose research projects and obtain the approval of the President/CEO and the Board for the proposed research projects.

3. He or she shall oversee different research projects within the Research Division, organizing necessary research groups and writing proposals to outside funding agencies or organizations, in order to fund the desired research.

4. He or she shall be responsible for selecting qualified researchers for research projects, and shall consult with the President and the Committee on Standards and Credentials in the selection of research staff.

5. He or she shall be responsible for publishing the results of the research performed by COTARI in reputable Christian Journals.

6. He or she shall be responsible for overseeing the development of relationships with key individuals and organizations in the area of evangelism training, Bible colleges, and seminaries that would further the growth and mission of COTARI through the Research Division. This may be accomplished through correspondence, personal contact and the representation of COTARI at significant mission/missiological conferences and events or at significant evangelism conferences and events.

7. He or she shall supervise and be responsible for all financial affairs of the Research Division, including and not limited to the receiving of and providing receipts for dues payments and contributions, keeping the cash assets in a proper

depository, paying all financial obligations, and maintaining a record of all financial activities according to generally accepted accounting principles. He or she shall also have the accounting records available for inspection by the President or any member of the Board of Directors or other authorized persons. This responsibility may be delegated to the treasurer, but the reporting of the financial status of the Division cannot be delegated to the treasurer.

8. He or she shall give an annual report to the President and the Board of Directors of the work accomplished in the Research Division. He or she shall provide such information to any member of the Board upon request.

ARTICLE XV DUTIES OF THE VICE PRESIDENT(S)

1. The duties of the Vice President(s) shall be to assist the President/CEO in the performance of his duties, and all other assignments that shall be given him by the President/CEO.

2. In the event of a vacancy in the office of the President/CEO, the Board of Directors shall designate or select a Vice President to serve as acting President/CEO until the next meeting of the Board of Directors.

ARTICLE XVI DUTIES OF REGISTERED AGENTS OF FOREIGN AFFILIATES

1. The National Registered Agent shall be in charge of registering with the Governments of his or her nation for the right to execute the functions of COTARI in his or her perspective nation. The names of qualified members of COTARI in his or her nation shall be furnished to the National Agent by COTARI Headquarters for the purpose of coordinating with the headquarters.

2. He or she shall serve as a liaison between COTARI and the National Government of his or her nation and act as a consultant in other matters affecting the work of COTARI and its members there.

ARTICLE XVII DISCIPLINARY PROCEDURE

1. Members of COTARI shall be liable to discipline, censure, or removal from membership for any of the following reasons:

A. Activities that bring reproach upon the Christian ministry of COTARI.

B. Immoral or sinful conduct, or living in a state of transgression of the Holy

Scriptures (I Cor. 6:9, 10; Gal. 5:19–21) as interpreted by the Board of COTARI based on the practices of orthodox Christian Faith.

C. Holding or teaching doctrines that are contrary to the Word of God or in opposition to the orthodox Christian Faith.

D. Failure to comply with the terms of the Constitution and By-Laws of the COTARI.

2. When a report or reports are received at Headquarters or by members of the Board of Directors of a nature that the Executive Committee feel should be investigated, steps shall be taken according to the following procedure:

A. Those conducting the investigation shall bear in mind at all times that they are not a court or jurisprudence, but a body of Christian brethren concerned with the interests, welfare, and ministry of a brother or sister in the Lord, but also concerned with the best interests of COTARI, and the cause of Jesus Christ in general.

B. When a report or accusation of a member is to be investigated, the first step to be taken shall be for the Chairman of the Board or the President/CEO, or a representative appointed by the Chairman of the Board, to contact the member, informing him of the report and asking him to state his or her side in the matter. When personal contact is not feasible, Chairman of the Board or the President/CEO shall write the accused and ask him or her to state his or her side or answer the accusation in writing. He or she shall be given a reasonable amount of time to reply. He or she shall be dealt with in all fairness and equity. He or she shall have the right to appear in person, at his or her own expense at the next meeting of the Board of Directors to present his or her case and defend himself or herself.

C. If the accused shall present satisfactory answers or proof of innocence the investigation shall proceed no further, but if not, the Chairman of the Board shall continue the investigation, if it is considered necessary, and take whatever steps required to obtain information to present to the Executive Committee, the Committee on Standards and Credentials, or the Board of Directors so that appropriate action may be taken.

D. Should the accused confess his or her guilt and give evidence that he or she has repented and made amends as far as required and possible, this

shall be taken into consideration.

E. Hearsay evidence, unverified rumors and charges, or information from anonymous sources shall not be considered, unless such charges are serious enough to merit investigation. Information from persons, who, for justifiable reasons, may request that their names be kept secret, may be considered at the discretion of the Chairman of the Board or the persons conducting the investigation.

F. After the accused has been contacted, either personally or in writing, and informed of the reports, rumors, accusations, or charges, and has been given a reasonable amount of time to reply, or defend himself or herself, and has failed or refused to do so, such failure or refusal may be considered sufficient grounds for discipline, censure, or removal from membership. He or she shall be notified in writing by the Chairman of the Board or the President/CEO of the decision that has been made in his or her case.

3. Any person may be removed from membership of COTARI by the Board of Directors when in the judgment of those in charge of the investigation or proceedings it is for the best interest of COTARI, notwithstanding anything in this Constitution or in the By-Laws of COTARI to the contrary.

4. When the nature of the charges is such, and the evidence is sufficient, and removal from membership is advisable, the decision for removal may be made by the Executive Committee, or the Committee on Standards and Credentials, other than the Board of Directors. In the event the decision is made by either of these two committees, the decision shall be reported to the Board of Directors.

5. The disciplinary procedure for the staff shall also follow the same procedure as that for a member. The President shall give the final notice to the staff member to be disciplined.

ARTICLE XVIII REMOVAL OF THE CHAIRMAN OF THE BOARD OR PRESIDENT/CEO OR DIRECTOR

1. The Chairman of the Board or President/CEO may be removed from office for any of the reasons given in Article XVII for the discipline, censure, or removal from membership of regular members. He or she also may be removed for dereliction of duty, malfeasance or misfeasance of office, incompetence, or when in the

judgment of a majority of the Board of Directors it is in the best interest of COTARI.

2. In the event that a report or reports concerning the Chairman of the Board or President/CEO are received at headquarters, or by a member or members of the Board of Directors of a nature that indicates investigation, the steps to be taken shall be the same as those outlined in Article XVII, with the exception that the entire Board of Directors shall be in charge of the proceedings with the Vice Chairman presiding over the meetings of the Board. Any action taken to discipline, censure, or remove the Chairman of the Board or President/CEO from the office shall require a majority vote of the entire Board of Directors, with the Chairman of the Board or President/CEO being required to abstain from voting.

3. If the circumstances are such that it is not advisable to wait until the next annual meeting of the Board of Directors, a special meeting of the Board may be called by written agreement of a majority of the Board not including the Chairman of the Board or President/CEO. The time and place of the meeting shall be such as is most convenient for all Board members.

4. Removal of a director from the Board shall essentially follow the same procedure as that for the Chairman or President except the director to be removed shall be excluded from communication or meetings discussing the removal of the director in consideration. The Chairman shall give the final notice to the director to be removed.

ARTICLE XIX CANCELLATION OF MEMBERSHIP

1. Whenever a member, through resignation on his or her part or through action of a committee or the Board of Directors of COTARI, shall have his or her name removed from membership, he or she shall be informed by the Chairman of the Board or the President/ CEO in writing mailed to his or her last known place of address that he or she is no longer a member of COTARI, and instructed to return his or her identification card to the Headquarters office, and not to represent himself or herself as a member of COTARI.

2. Persons, who are removed from membership of COTARI by use of not keeping in contact with the Headquarters, or for not paying their membership dues, shall be similarly informed and instructed. However, they may be restored to membership and good standing upon payment of back dues, and at the discretion of the Committee on Standards and Credentials.

ARTICLE XX THE ANNUAL CONVENTION

1. COTARI shall hold an annual meeting, which shall be called the Annual Convention, the time and place of such meeting to be determined by the Board of Directors.
2. All members shall be notified in writing of the date and place of the Convention at least two months in advance.
3. All persons who are members of COTARI shall have rights to the floor and voting privileges at the Convention.
4. Each member church or Christian organization in good standing shall have the right to be represented by delegates of its own choosing who shall have rights to the floor and voting privileges at the Convention. Each church in good standing shall be entitled to one lay delegate and one pastoral delegate.
5. No business meeting of the Convention of COTARI shall be conducted when a quorum is not present. After all members of COTARI have been properly informed by US mail or e-mail of the Convention, those members present shall constitute a quorum and are authorized to conduct all official business of the Convention.
6. All members of COTARI are expected to attend the Convention unless they have justifiable cause for not doing so.
7. All business meetings of the Convention shall be conducted in a Christian manner and according to accepted rules of parliamentary procedure.
8. The agenda for the business meetings of the Convention shall include the following:
 - A. Call to order by the Chairman of the Board
 - B. Prayer
 - C. Opening remarks by the Chairman of the Board
 - D. Appointment of special committees and announcement of previous appointments
 - E. Report of the President/CEO
 - F. Report of the Vice President(s)
 - G. Committee reports
 - H. New Research Projects AND Training Programs
 - I. Election of Officers

J. Adjournment with prayer

9. The courtesy of the floor may be extended to persons who are not members of COTARI at the discretion of the Chairman of the Board or the Convention Planning Committee.

ARTICLE XXI MEETINGS OF THE BOARD OF DIRECTORS

1. The Board of Directors shall have an annual meeting at the same time and place of the Convention. Special meetings of the Board may be held whenever the necessity shall arise.

2. All members of the Board shall be notified of the annual meeting by certified mail at least three months in advance and of a special meeting thirty days in advance, unless an emergency develops which requires an immediate meeting of the Board.

3. All business meetings of the Board of Directors shall be conducted in a Christian manner and according to accepted rules of parliamentary procedure. The agenda for the annual meeting shall include the following:

- A. Call to order by the Chairman of the Board
- B. Prayer
- C. Opening remarks by the Chairman of the Board
- D. Report of the President/CEO
- E. Appointment of Committees and announcement of committees previously appointed
- F. Unfinished discussion items
- G. New discussion items
- H. Committee reports
- I. Election of officers
- J. Selection of time and place of next Annual Convention
- K. Adjournment with prayer

4. No business meeting of the Board of Directors of COTARI shall be conducted when a quorum is not present. After all members of the Board have been properly notified by USPS mail or e-mail of the Board meeting, two thirds of members present shall constitute a quorum and are authorized to conduct the official business of the Board.

5. The motion to adjourn the business meeting of the Board of Directors shall

include the understood provision that the Board may be called back into session by the Chairman of the Board, while the Convention is still in session, to consider any new business or emergency that may arise requiring immediate consideration, provided that a majority of the Board members who were present during the Board meeting are at hand. If such a majority is not present, the Executive Committee shall handle the emergency, provided that any action taken by the committee shall be reported to the members of the Board, either in writing or at the next meeting of the Board. This shall apply only to emergency matters, which are not under the general jurisdiction of the Executive Committee.

6. The Chairman of the Board shall have the authority to call the Board of Directors into a special session between the times of its annual meetings, when emergencies arise which require the prompt attention of the entire Board. Special sessions of the Board may also be called by a majority of its members, provided that the call shall bear all the names of those making the call.

ARTICLE XXII REGIONAL CONVENTIONS AND DISTRICT MEETINGS

1. Regional Conventions or district meetings may be held in any area where there are enough members to warrant such conventions or meetings, and when in the judgment of the Executive Committee it is in the interest of COTARI and the members of that area.

2. The President/CEO shall be responsible for programming and publicizing such conventions or meetings and the President/CEO or a member of the Board of Directors, when present, shall preside.

3. All members living within the area of a Regional Convention or a district meeting are expected to attend the convention, unless they have justifiable cause for not doing so.

4. When in the judgment of the members in any local district it is in the interest of COTARI to meet together regularly, they are encouraged to do so, and have authority to choose their own chairman, secretary, treasurer and other officers, the place and times of their meetings, and the activities they shall engage in. This is allowed, provided that such activities shall not infringe upon the activities or prerogatives of the Headquarters, or Board of Directors, or be in violation of the Constitution or By-Laws of COTARI, and provided that such activities shall be in harmony with the principles and purposes of COTARI.

ARTICLE XXIII MAJOR EXPENDITURES

No major expenditures shall be made without the approval of a majority of the Board of Directors.

ARTICLE XXIV FISCAL YEAR OF THE CORPORATION

The fiscal year of this corporation shall extend from the first day of the month of January to the last day of the month of December of the same year.

ARTICLE XXV DISSOLUTION OF THE CORPORATION

1. If at any time COTARI shall be dissolved or cease its activities for one year or more, the Board of Directors is authorized to sell all real and personal property. After all debts and liabilities have been paid, the remaining cash shall be distributed to such Christian organizations that the Board shall select.

2. All members of the Board at the time of dissolution, or at the time of the last Board meeting, shall continue as Board members until all the property of COTARI has been disposed of and all debts and liabilities have been paid and a statement of such action has been made to the proper state authority, and a statement has been received from such authority declaring the dissolution complete, a copy of which shall be given to each Board member for his personal files.

ARTICLE XXVI AMENDMENTS TO THIS CONSTITUTION

Any proposed amendment to this Constitution shall be submitted in writing to Headquarters for consideration by the Executive Committee, which shall decide whether or not the proposal shall be submitted to the Board of Directors. If the committee shall so decide, the proposal shall be submitted in writing to each member of the Board of Directors three months in advance of the next meeting of the Board. The proposal shall be considered at the next meeting of the Board of Directors, and would require two thirds majority vote of the Board.

ARTICLE XXVII INDEMNIFICATION

1. COTARI shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of COTARI, to the fullest extent possible against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and

settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided (i) for a breach of the duty of loyalty to the corporation; (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law; (iii) for a transaction from which such person derived an improper personal gain or benefit; or (iv) against judgments, penalties, fines and settlements arising from any proceeding by or in the right of the corporation, or against expenses in any such case, where such person shall be adjudged liable to the corporation. Service on the Board of Directors of the corporation, or as an officer, Committee officer, Committee member, volunteer, employee or agent thereof, is deemed by the corporation to have been undertaken and carried on in reliance by such persons on the full exercise by the corporation of all powers of indemnification which are granted to it under this Article and the State of California Corporations Code as amended from time to time. Accordingly, the corporation shall exercise all of its powers whenever, as often as necessary and to the fullest extent possible, to indemnify such persons. Such indemnification shall be limited or denied only when and to the extent provided above unless the State of California Corporations Code or other applicable legal principles limit or deny the corporation's authority to so act. This Article and the indemnification provisions of the State of California Corporations Code (to the extent not otherwise governed by controlling precedent) shall be construed liberally in favor of the indemnification of such persons.

2. Any compromise or settlement payment for indemnification shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.
3. The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled under Corporations Code of the State of California (in particular, see Section 317 of the California Code).
4. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

5. This Article constitutes a contract between the corporation and the indemnified officers, directors, and employees. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, director, or employee under this Article shall apply to such officer, director, or employee with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

ARTICLE XXVIII SPECIAL RULES DURING THE FOUNDING PERIOD

1. It is considered the founding period when the number of Directors on the Board is less than seven.

2. During the founding period, it may not be possible to apply this entire Constitution for the governing and directing of COTARI. President or Chairman who is heading COTARI may apply only those appropriate portions of the Constitution. Even after the number of Directors on the Board exceeds seven, those functions that cannot be executed effectively shall follow the founding period rule in this paragraph.

Bylaws of COTARI

COTARI is to be governed by its Constitution and these By-Laws in the administration of all matters of business and concern. The purpose of COTARI is to promote research and training for Christian outreach to PILGRIMS throughout the world in all meetings or conventions, the deliberations of the Board of Directors, the Regional Conventions, the District Meetings, and the work and activities of the staff at Headquarters and COTARI officers. This purpose shall be the motivating principle for all COTARI activities.

The following questions shall be the utmost consideration in all activities of COTARI: Will this action tend to exalt the Lord Jesus Christ? Will it help spread the gospel of Jesus Christ to PILGRIMS? Will it serve to bring men and women into a new knowledge of reaching PILGRIMS? Will it promote the best interests of COTARI, its member churches and its individual members?

ARTICLE I PRINCIPAL ACTIVITIES OF COTARI

1. In the letters of the Apostle Paul we read about the various members of the Body of Christ functioning in different capacities, and that God has prescribed certain offices in the Church, and designated specific ministries, and COTARI acknowledges these services. However, it is not the objective of this body to cultivate and support all of the various orders of Christian service.

2. COTARI carries out two categories of Christian activities: Research regarding evangelizing PILGRIMS, and evangelism training.

ARTICLE II INDIVIDUAL MEMBERSHIP

1. Membership in COTARI is not an inherent right guaranteed to all who desire such membership, but is a granted privilege, which may be bestowed or withheld according to the qualifications of the applicant and the judgment of the Committee on Standards and Credentials, or the Board of Directors.

2. All individuals desiring membership in COTARI shall fill out an application form for individual membership.

3. Each applicant must meet the following requirements: he or she should:

- A. Subscribe fully to the Vision and Mission of COTARI in Article IV, and the Foundational Principles of COTARI in Article VI, of the Constitution.
- B. Submit two references, which respond to questionnaires regarding the applicant and his or her ministry.
- C. Have some experience and/or interest in long-term or short-term missions, and be conversant in missiological terms.
- D. No persons will be received into membership of COTARI who, for reasons affecting his or her moral or religious character, has been refused membership elsewhere, unless by the concurrence of the Committee on Standards and Credentials such refusal shall be deemed uncharitable.

4. The students who receive training in the Training Division and the research staff working in the Research Division are encouraged to be members of COTARI.

ARTICLE III ASSOCIATE MEMBERSHIP

1. Churches

- A. To qualify for membership in COTARI, a local church should either be incorporated or properly organized, and have a governing body such as a board of elders or deacons or trustees or a steering committee and a constitution which will satisfy all the requirements of the state in which it is organized. Churches will not be covered by COTARI's tax exemption.
- B. Any church, properly organized and having a membership of not less than twenty-five members, subscribing to our Vision and Mission, the Founding Principles, and meeting all other requirements, may be received into membership. This is providing that an application for membership is submitted and approved by the Committee on Standards and Credentials.

- C. A Certificate of Membership shall be issued after all requirements have been met.
- D. The autonomy and sovereignty of local churches shall not be affected by becoming an associate member.
- E. Each member church is allowed one delegate to vote during the Annual Convention.
- G. Any church may be removed from membership in COTARI for any cause for which an individual member may be removed, or when in the judgment of the Board of Directors it is in the best interest of the COTARI to do so.

2. Christian Organizations

- A. To qualify for membership in COTARI a nonprofit organization must be incorporated or properly organized and have a governing body such as a board of directors or trustees and must be a 501(c)(3) organization which will satisfy all the requirements of the state in which it is organized. Organizations will not be covered by COTARI's tax exemption.
- B. Nonprofit organizations must subscribe to the Vision and Mission of COTARI, and the Founding Principles of COTARI, and meet all other requirements during the application process before being approved by the Committee on Standards and Credentials.
- C. A Certificate of Membership shall be issued after all requirements have been met.
- D. The autonomy and sovereignty of organizations shall not be affected by becoming an associate member of COTARI.
- E. Organizations are allowed one delegate to vote during the Annual Convention.
- G. Any organization may be removed from membership in COTARI for

any cause for which an individual member may be removed, or when in the judgment of the Board of Directors it is in the best interest of the COTARI to do so.

ARTICLE IV MEMBERSHIP DUES AND OFFERINGS

1. All members of COTARI shall be required to pay annual membership dues, the amount of which shall be determined by the Board of Directors. The Board shall also have the authority to exempt members in certain categories from payment of dues.

2. Inasmuch as the payment of annual membership dues is not sufficient to meet the operating expenses of COTARI, all members are asked and expected to send to the Headquarters office each year gifts and offerings in addition to their annual dues.

3. Members who have not paid their dues for a period of eighteen months or not contacted the Headquarters office shall be removed from membership.

4. All churches and Christian organizations belonging to COTARI shall be required to pay annual membership dues, the amount of which shall be determined by the Board of Directors. In addition to the annual dues, all churches and Christian organizations are requested to send in special gifts and offerings to the Headquarters office each year.

ARTICLE V PUBLICATIONS

The Headquarters shall publish and make available to all members an Annual Directory of the membership, a periodical, and a brochure. The price of such publication shall be issued as the need shall arise.

ARTICLE VI KEEPING OF MINUTES

1. Accurate and complete minutes shall be made and preserved at Headquarters of all meetings of the Board of Directors, and business meetings of the Annual Convention. A record shall be kept of all other sessions of the Annual Convention and Regional Conventions.

2. Copies of the minutes of all meetings of the Board of Directors, and business meetings of the Convention shall be sent to every Board Member within a reasonable amount of time after such meetings, and a report of the business meetings of the Annual Convention shall be included in the first issue of COTARI periodical published after the Convention.

3. A record of all meetings of the Executive Committee, the Committee on Standards and Credentials, and all other special committees shall be kept at the Headquarters.

ARTICLE VII CONFIDENTIALITY OF RECORDS

1. All corporation records, documents, correspondence, and files; and all records, documents, correspondence and files of all applicants and members are privileged information, and shall be restricted to the examination and use of members of the Board of Directors, employees of COTARI and persons authorized by law to examine them.

2. The release of information concerning members of COTARI shall be at the discretion of the President/CEO, or the Chairman of the Board, or members of the Executive Committee.

3. Personal references concerning the character and ability of an applicant for membership shall be kept in strict confidence, and information contained therein is not to be divulged to any unauthorized person, including the applicant, without the consent of the person giving the reference.

ARTICLE VIII Fees and Awards for Directors and Staff

1. All Directors and staff of COTARI are considered professional independent contractors, and they will receive awards and fees for the services they perform.

ARTICLE IX ADDRESSES OF COTARI MEMBERS

1. All members who have a change of address shall immediately report that change to the Headquarters.

2. The home address given in the last communication of any member with the Headquarters shall be assumed to be the present address of that member.

3. Any communication from Headquarters mailed to the last known place of address of any member, shall be considered as having been received by that member.

ARTICLE X CONCERNING THOSE WHO DIFFER

1. We recognize that there are differences on those points of Christian doctrine not essential to Christian faith. We urge our members to be tolerant toward those who have different philosophies regarding the PILGRIMS.

2. We practice the principles of the well-known aphorism: "In things essential, unity; in things non-essential, liberty; and in all things, charity."

ARTICLE XI AMENDMENTS

Any proposed amendment to these By-Laws shall be submitted in writing to Headquarters for consideration by the Executive Committee, which shall decide whether or not the proposal shall be submitted to the Board of Directors. If the Committee shall so decide, the proposal shall be submitted in writing to each member of the Board of Directors three months in advance of the next Annual Meeting of the Board. The proposal shall be considered at the next annual meeting of the Board of Directors, provided that a two-thirds majority of the Board shall approve such consideration in writing. Such a proposal shall require a three-fourths majority of the Board of Directors present for passage.