

BYLAWS

OF

~~FSTML (Fellowship of Short-Term Mission Leaders)~~

AESTM (Alliance for Excellence in Short-Term Mission) *[name change per Board resolution on 01-25-04]*

ARTICLE I.

PURPOSE

The corporation shall have such purposes as are now or may hereafter be set forth in the Articles of Incorporation and shall have and exercise such powers in furtherance of said purposes.

ARTICLE II.

ARTICLES OF FAITH

We believe in and accept the basic tenets of faith as expressed in one or more of the following historically-recognized and universally-accepted Creeds/Confessions/Covenant:

1. The Apostle's Creed (circa AD 175).
2. The Nicene Creed (AD 325).
3. The Augsburg Confession (AD 1530).
4. The Westminster Confession (August 1647).
5. The Lausanne Covenant (July 1974).
6. Other similar or contemporary doctrinal statements of belief that do not contradict or disaffirm in part or in whole the afore-stated Creeds/Confessions/Covenant.

ARTICLE III.

AFFILIATION

This corporation intends to work in an integrated, non-competitive manner in conjunction with and in the service of local churches, agencies, schools, fellowships, other ministries, or other organizations throughout the world in seeking to accomplish and fulfill its afore-stated purposes. As part of this mutual cooperation and service, this corporation purposes and intends to promote increasingly effective short-term missions (via conferences, publications, the worldwide web, development of training and analysis tools, and other similar programs) by encouraging, educating, and training various professional short-term mission leaders from churches, agencies, schools, and other similar sending entities throughout the United States.

While this organization is autonomous and self-governing as a corporate structure, it serves spiritually as vital part of the church universal in accordance with the Holy Bible.

ARTICLE IV.

MEMBERSHIP

Membership of this corporation shall constitute and be its Board of Directors. All members shall subscribe to the afore-stated purposes and articles of faith of this corporation. Members shall have no voting rights as members of this corporation.

ARTICLE V.

BOARD OF DIRECTORS

Pursuant to Minnesota Statutes, the Board of Directors shall manage the affairs of the corporation. The Board shall consist of at least three but not more than twelve persons, except in the event of vacancy. The Directors shall elect individuals to occupy positions on the Board of Directors at the Board's annual meeting. Each elected Director shall hold office for a term of up to three years, on a staggered basis, as determined by majority vote of the Directors. Each Director may serve unlimited consecutive terms.

An act of the majority of the Directors of this corporation is an act of the Board. Should a vacancy occur in the Board, the remaining Directors, though less than a quorum, shall fill the vacancy. A person so selected and qualified shall hold office for the duration of term of office, or until his or her respective successor has been duly selected and qualified. All Directors shall subscribe to the afore-stated purposes and articles of faith of this corporation.

ARTICLE VI.

OFFICERS

The Board of Directors shall elect persons to exercise the duties and functions of the offices of Chairman, Secretary, and Treasurer of this corporation, and may elect other officers as it deems appropriate and necessary. Any of the offices or functions of the offices may be held or exercised by the same person. All officers shall subscribe to the afore-stated purposes and articles of faith of this corporation.

The terms of office for officers of this corporation shall be (1) one year. Salaries, if any, shall be set by the Board of Directors from time to time. A Director may also serve this corporation as its officer.

ARTICLE VII.

MEETINGS

Directors shall hold their annual meetings normally during October of each year for the transaction of business of the corporation, at which meeting the Directors shall elect Directors and Officers of the corporation. Special meetings can be called for any purpose

at any time by the Chairman or upon written request by any two or more Directors. A Director shall waive notice to any annual or special meeting of this corporation by attendance at such meeting or by written waiver of notice before, at or after such meeting. Any action that could be taken at a meeting of the Board of Directors may be taken without a meeting when authorized in writing and signed by all Directors of the corporation.

A quorum necessary for the transaction of business at any meeting of the Board of Directors is a majority of the Board. When a quorum has been present at a meeting and Directors have withdrawn from the meeting so that less than a quorum remains, the Directors still present may continue to transact business until adjournment.

ARTICLE VIII.

FINANCES

Income of this corporation shall consist of donations from interested persons or other entities or organizations, and royalties, fees, and payments pursuant to the programs and purposes of this corporation. All receipts shall be deposited in the corporation's bank account. All disbursements shall be made by checks or other such orders for the payment of money and shall be duly signed by a corporate officer or duly appointed designee. An accounting of all the previous fiscal year's receipts and disbursements of this corporation shall be prepared by the Treasurer and presented to the Directors at each annual meeting for their reviewal and approval.

ARTICLE IX.

FISCAL YEAR

The fiscal year for this corporation shall be the calendar year, beginning January 01 and ending December 31 of each year.

ARTICLE X.

AMENDMENTS

The Articles of Incorporation or these Bylaws may be amended by a two-thirds ($\frac{2}{3}$) majority of Directors of this corporation at an annual or any meeting of the Board which schedule includes that purpose.

ARTICLE XI.

RECORD KEEPING

The corporation shall keep correct and complete books and records of account and shall keep minutes of meetings of its Board of Directors.

ARTICLE XII.

RESOLVING DISPUTES

The Directors of this corporation, having fully subscribed to the afore-stated Articles of Faith, believe that the Bible commands us, according to Matthew 18:15-20 and I Corinthian 6:1-8, to live at peace and to resolve disputes in private or within the Christian church. The Directors further acknowledge that the limited charitable resources of this corporation not have to be dissipated on wasteful litigation. As Directors of this corporation, we hereby expressly waive our rights to file a lawsuit in any civil court or other secular setting against this corporation or its Directors acting in this corporation's behalf. The Directors further agree to settle all unresolved disputes by Biblically-based mediation (as specifically described in the then-current rules of *Procedure For Christian Conciliation* of the Institute for Christian Conciliation, which current phone number is 406-256-1583), and if not resolved by said mediation, by legally-binding arbitration in accordance with the afore-mentioned rules of *Procedure For Christian Conciliation*.

CERTIFICATE

We, the undersigned, the members of the Board of Directors of this corporation of the State of Minnesota, do hereby certify on this 2nd day of October, in the year of our Lord 2003, that the foregoing Bylaws of this corporation are adopted and the same do now constitute the Bylaws of this corporation.

x R Peterson

Roger P. Peterson

x A Henry

Adam Henry

x W Sneed

R. Wayne Sneed

x M Rayburn

Mary Rayburn

x L Dill

Laura Dill

x D Austin

Dale Austin

x G Grover

Gordy Grover