

BOARD MANUAL
Last Revised April 2007

LAMP THEOLOGICAL SEMINARY
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**LAMP Theological Seminary
4700 SW 188 Avenue
Southwest Ranches, FL 33332
(954) 434-4500 Ext. 302
www.lampseminary.org**

History

In 1995, Pastor Brian Kelso developed an officer-training program, after three men approached him with a belief that they had a calling to ministry (these men were not seminary trained, but had a strong desire to serve). By 1997, Pastor Brian expanded the officer training and began his work on a non-traditional strategy for training men within PCA ministries. By 1998, Pastor Brian presented his plan to PCA leaders Cortez Copper, Paul Gilcrest, as well as the Atlanta School of Biblical Studies. After presenting his plan, he was encouraged to develop his work and present it to his Presbytery.

In 1999, the Southern Florida Presbytery approved the LAMP program as an alternative credentialing model. By 2001, LAMP had seven graduates ready for ordination and gospel ministry.

By 2002 LAMP had caught the attention of the Mission to North America (MNA), the church planting & revitalizing ministry of the PCA (Presbyterian Church of America). MNA encouraged LAMP to design the program in a reproducing model that could be used throughout North America. As of this year, LAMP Theological Seminary has 14 learning sites throughout the nation with over 125 students.

LAMP subscribes to the Bible as the inerrant word of God and to the Westminster Confession of Faith & Catechisms, which set forth a historical understanding of biblical faith.

B. Mission & Vision

Mission: The mission of LAMP Theological Seminary is to equip men and women for effective gospel ministry. This gospel ministry will build healthy churches and multiply throughout the un-reached ethnic, cultural, and post-Christian people groups in the urban centers of North America, and beyond.

Vision: The vision of LAMP Theological Seminary is to see GOD, by His grace and for His own glory, through the cooperative prayers and efforts of Christ's Church. Raise up Godly men and women engaged in effective gospel ministry that ignites a powerful church planting and vitalization movement that has an impact on all of North America and beyond with the Gospel of Jesus Christ and at the same time transforms both the heart and the face of the church. We long to see the nations and communities deeply transformed as the result of people being saved, lives being changed, disciples being made, and needs being met in the name of Jesus Christ.

"The things which you have heard from me in the presence of many witnesses, entrust these to faithful men who will be able to teach others also" (2Timothy 2:2).

C. Theological Distinctives

Unique Aspects: What makes LAMP Theological Seminary unique is its commitment to equipping church leaders without compromising their family life, ministry, occupation or time. Students will have a reasonable course load with fewer demands on time.

Strategy: The strategy of LAMP Theological Seminary is to train men and women for

effective gospel ministry using a practical and reproducible mentor-based model. This mentor based model focuses on calling, character, competency and practical understanding of biblical and theological content.

LAMP subscribe to the Bible as the inerrant word of God and to the Westminster Confession of Faith & Catechisms, which set forth a historical understanding of biblical faith.

D. Affiliations

LAMP has affiliation to Mission to North America (MNA), the church planting arm of the Presbyterian Church in America (PCA). However, students represent a broad range of evangelical denominations. LAMP subscribe to the Bible as the inerrant word of God and to the Westminster Confession of Faith & Catechisms, which set forth a historical understanding of biblical faith.

E. Philosophy

LAMP Theological Seminary desires to train Christian leaders in an atmosphere of devotion and scholarship. Established particularly to serve the Presbyterian Church in America, the seminary welcomes the opportunity of assisting students from other denominations in their preparation for fruitful Christian lives and ministries. The seminary has developed several degrees from one core program: Bachelor of Christian Ministries, Bachelor of Divinity, Master of Arts in Ministerial Studies, Master of Arts in Biblical Studies and Master of Divinity. LAMP core program in the bachelors and masters level are identical in program, curriculum and policy.

F. Organization and Qualification

The governing board of directors is self-perpetuating and consists of not less than three and not more than ten members. Members are normally elected to three-year terms. Officers are elected by a majority vote of the board, and serve for one year. Newly elected or reelected board members must answer affirmatively the following questions:

1. Do you believe the Scriptures of the Old and New Testaments to be the Word of God, the only infallible rule of faith and practice?
2. Do you sincerely receive and adopt the Westminster Confession of Faith and Catechisms, as containing the system of doctrine taught in the Holy Scriptures?

A director must be:

1. A believer in Jesus Christ who has exhibited spiritual maturity.
2. A person whose godly testimony is demonstrated in his Christian life.
3. A person who is not a novice in the faith, and who has understanding of God's holy Word.
4. One who is free from all worldly addictions.
5. One who is willing to invest time and resources for the furtherance of the seminary's work.

At the present time all directors are members and officers of the session of Christ Covenant Church.

The board meets at least once each year during the fall. Special meetings of the board may be called by a vote of the board itself, by the president of the board, or by any two members of the board. At least one half of the members of the board must be present at a meeting for business to be conducted.

G. Duties and Responsibilities

The board assures doctrinal integrity of the seminary position by setting overall policy and goals. The board appoints all members of the administration and sets their terms of employment. Graduates of the seminary must be approved by the board. Besides staff compensation, the board is responsible for all budget matters. Also, board approval is required for new programs, scholarship to qualified students, tuition rates, travel to scholarly meetings, and travel for public relations purposes. Additionally, the board oversees seminary investments and various accounts.

LAMP By-Laws

Effective September 1, 2006

NATIONAL BY-LAWS OF LAMP THEOLOGICAL SEMINARY

(Florida Non For Profit Corporation)

THE UNDERSIGNED, each with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a Corporation not for profit under and by virtue of the laws of the state of Florida. THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I

NAME

Section 100 Name

The name of this Corporation shall be called LAMP Theological Seminary, Inc. (from here on reference as LAMP). LAMP is incorporated as a charitable organization under the Florida Non-Profit Corporation Act. The Seminary is qualified as a tax exempt organization under Section 501(c)(3) of the United States Internal Revenue Code of 1986.

ARTICLE II

PRINCIPAL OFFICE

Section 200 Principal Office

The physical address of the Corporation is 4700 SW 188 AVENUE SOUTHWEST RANCHES FL 33332. The mailing address of the Corporation is 4700 SW 188 AVENUE SOUTHWEST RANCHES FL 33332.

ARTICLE III

PURPOSE, VISION, MISSION AND STRATEGY

Section 300 Purpose

The specific purpose for which the Corporation is initially organized: LAMP Theological Seminary, Inc. (LAMP), a post-secondary academic education and faith-based institution, offer students an education based on biblical faith illuminated in the Holy Bible. This faith develops their intellectual maturity, wisdom, and Christian faith for the purpose of serving the family, community, church, and world through a personal relationship with our Savior and Lord Christ, Jesus. LAMP also engages in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code. This Corporation is organized and operated exclusively for educational purposes within the meaning of Section 501(c)(3), Internal Revenue Code.

Notwithstanding any other provision of these articles, this Corporation will not carry on any other activities not permitted to be carried on by (i) a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, or (ii) a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue law. The purposes for which this Corporation is organized are exclusively charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Section 301 Vision of LAMP

The vision of LAMP is to see GOD, by His grace and for His own glory, through the cooperative prayers and efforts of Christ's Church, raise up Godly men and women engaged in effective gospel ministry that ignites a powerful church planting and vitalization movement that has an impact on all of North America and beyond with the Gospel of Jesus Christ and at the same time transforms both the heart and the face of the church. We long to see the nations and communities deeply transformed as the result of people being saved, lives being changed, disciples being made, and needs being met in the name of Jesus Christ.

“And the things you have heard me say in the presence of many witnesses entrust to reliable men who will also be qualified to teach others.” (2 Timothy 2:2)

Section 302 Mission of LAMP

The mission of Leadership and Ministry Preparation (LAMP) is to equip men and women for effective gospel ministry who are involved in the building of healthy churches that will multiply throughout the un-reached ethnic, multicultural, and post-Christian people groups in the urban centers of North America and beyond.

Section 303 Ministry Strategy of LAMP

The ministry strategy of LAMP is to train men and women for effective gospel ministry utilizing a practical and reproducible mentor-based model that focuses on calling, character, competency and practical understanding of biblical and theological content.

ARTICLE IV BOARD OF DIRECTORS

Section 400 Board of Directors

The seminary shall be governed by a self-perpetuating board of directors, consisting of not less than three and not more than ten members. Charter members of the board shall have terms ranging from three to five years; thereafter members shall normally be elected to three year terms. The board of directors may, for reasons sufficient to itself, dismiss a board member. A dismissal vote requires a two-thirds majority of board members present and

voting. All newly elected or reelected board members must answer affirmatively to the following questions:

1. Do you believe the Scriptures of the Old and New Testaments to be the Word of God, the only infallible rule of faith and practice?
2. Do you sincerely receive and adopt the Westminster Confession of Faith and Catechisms, as containing the system of doctrine taught in the Holy Scriptures?

Section 401 Board Activities

The board shall meet at least once each year during the fall. Special meetings of the board may be called by a vote of the board itself, by the president of the board, or by any two members of the board. At least one half of the members of the board must be present at a meeting for business to take place. There must be at least seven days' notice to each member before a board meeting. The board of directors shall set over-all policy and goals for the seminary. The board shall appoint all members of the administration and set their terms of employment. The board must approve all graduates of the seminary. The board must approve any encumbrance against seminary property by a two-thirds vote.

Section 402 Vacancies

- A. If a position of Director becomes vacant during a term, the President shall, appoint a person from the active membership to fill the unexpired term of the departed Director.
- B. If an appointed position on the Board becomes vacant during a term, the board will vote on the appointment of his or her replacement by a majority vote.

Section 403 Geographic Diversity

A number of the Directors can be active members whose principal residence is located outside Southwest Ranches, and the State of Florida.

Section 404 Compensation

A board director can be compensated and the compensation shall be fixed by the Board or any committee of the Board to which the Board delegates such authority. Directors shall not be precluded from receiving compensation by reason of the fact that he or she is also a Director of the Corporation.

Section 405 Officers

The officers of the seminary board shall consist of the president, the vice-president, the secretary, and the treasurer. Any two offices, except that of president, may be held by the same person. Officers shall be elected by a majority vote of the board during the fall meeting, and shall serve a term of three year. Officers may be reelected. The president shall preside at meetings of the board of directors, and may call special meetings. The vice-president shall fulfill the duties of the president, in the event of the president's absence or inability. The secretary shall keep and maintain the official minutes and documents of the board, and shall carry out the board's correspondence. The treasurer shall be responsible for carrying out and maintaining all the seminary's financial transactions and records.

Section 406 Initial Members of the Board

1. BRIAN KELSO, President
18274 NW 21st Street
Pembroke Pines, FL 33029
2. JOE NESTOR, Vice President
5740 W. Waterford Dr.
Davie, FL 33331
3. HANS LAUE, Treasurer & Secretary
1518 NW 183rd Terrace
Pembroke Pines, FL 33029

ARTICLE V
INITIAL REGISTERED AGENT AND ADDRESS

Section 500 Registered Agent and Office

The name of the initial registered agent of the Corporation is **Brian Kelso**, and the street address of the initial registered agent of this Corporation is 18274 NW 21st Street - Pembroke Pines, FL 33029.

ARTICLE VI
INCORPORATOR

Section 600 Incorporator Name and Street Address

The names and residence addresses of the subscriber to these articles are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Brian Kelso	18274 NW 21 st Street Pembroke Pines, FL 33029

ARTICLE VII
FISCAL PROVISIONS

Section 700 Fiscal Year

The fiscal year of the Corporation shall begin on the first day of January in any calendar year and end on the last day of December in the succeeding calendar year.

Section 701 Annual Budget

The financial operations of the Corporation shall be conducted in accordance with an annual budget reviewed and approved by the Board of Directors at its fall meeting each fiscal year.

ARTICLE VIII
LIABILITY LIMITATION PROVISIONS

Section 800 Limitation on Directors' Liability

No Director of the Corporation shall be liable to the Corporation for monetary damages for an act or omission in such person's capacity as a Director, except for liability (i) for any breach of a director's duty of loyalty to a Corporation, (ii) for acts or omissions not in good faith that constitute a breach of any duty of a director to a Corporation or that involve intentional misconduct or a knowing violation of law, (iii) for any transaction from which the person received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the person's position as Director, or (iv) for acts or omissions for which the liability of a director or a Corporation is expressly provided by an applicable statute. In addition to the foregoing limitations on a Director's personal liability to the Corporation, each Director's personal liability thereto shall be further limited to the fullest extent permitted at any time hereafter under applicable Florida law. Any repeal or amendment of this section shall be prospective only and shall not adversely affect any limitation on the personal liability of a Director to the Corporation existing at the time of such repeal or amendment.

Section 801 Indemnification of Persons Other than Directors

All officers of the Corporation and any committee members or other members or employees of the Corporation authorized to act on behalf of the Corporation shall be indemnified in the performance of their duties in the same circumstances and to the same extent as a Director's liability is limited under Section 903.

ARTICLE IX
NON FOR PROFIT ORGANIZATION

Section 900 Non for Profit Organization

No part of the net earning of the corporation shall ever inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in article 2. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law or: (b) by a corporation, contributions to which are deductible under Section 170(C) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws.

ARTICLE X
TERM OF CORPORATION

Section 1000 Term of Corporation

The date of commencement of corporate existence shall be when these articles have been filed with the Department of State and approved by it and the respective filing fee has been paid; the term for which the corporation is to exist shall be perpetual. This corporation is organized and operated exclusively for educational purposes within the meaning of Section 501(c)(3), Internal Revenue Code. In the event of dissolution of the corporation, no part of the corporation's earnings or assets shall inure to the benefit of any of its members; the residual assets of the corporation shall be distributed to one or more organizations by a simple majority vote. The recipient organization must themselves be exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue code of 1986, or corresponding sections of any prior or future law, or to the federal, state or local government for exclusive public purpose.

ARTICLE XI
TRANSACTION OF BUSINESS

Section 1100 Real Estate

The Corporation shall make no purchase of real property nor sell, mortgage, lease away or otherwise dispose of its real property, unless authorized by a majority vote.

Section 1100 Negotiable Instrument

All checks or demands for money and notes of the Corporation shall be signed by such officer or officers as the Board may designate.

ARTICLE XII
AMENDMENTS

Section 1200 Procedure

These Bylaws may be amended at any regular or special meeting of the Board at which a quorum is present by the majority vote of all of the elected Directors, so long as (i) the call for the meeting was made to each member of the Corporation in hand, by mail, email or by facsimile transmission at least 10 days prior to the date of the meeting, and (ii) the call reasonably informed the members of the provision proposed to be adopted, and the reason for each amendment.

ARTICLE XII
DISSOLUTION

Section 1200 Dissolution

The seminary may be dissolved only by following the same procedure as that required for amending the by-laws. In case of dissolution, assets of the seminary will be distributed in accordance with the seminary's articles of incorporation.