



Phoenix University of Theology

The Ecclesiastical Charter of Phoenix Theological Seminary was granted on June 15, 2001, in accordance with the by-laws of the Spiritual Concepts International Church of the First Born, Presiding Bishop Bob Parker.

The Restated Ecclesiastical Charter, setting forth unamended provisions of the original Ecclesiastical Charter together with amendments adopted in the form of the Restatement, were adopted by a resolution of the Board of Regents on February 23, 2003 changing the official name from Phoenix Theological Seminary to Phoenix University of Theology.

The Restated Ecclesiastical Charter was further amended by a resolution of the Board of Regents on August 5, 2008.

RESTATED ECCLESIASTICAL CHARTER OF PHOENIX UNIVERSITY OF THEOLOGY

The provisions hereof constitute the Restated Ecclesiastical Charter of the Phoenix University of Theology (the "University").

(A) The Restated Ecclesiastical Charter purports to restate all those provisions of the original Ecclesiastical Charter in effect as of the date of filing hereof which are not amended in this Restatement, and such provisions together with the amendments adopted in the form of this Restatement constitute the Restated Ecclesiastical Charter of the University.

(B) The Board of Regents of the University duly adopted a resolution on August 5, 2008, setting forth this Restated Ecclesiastical Charter. A vote of at least a majority of the Regents present at the meeting is required to adopt the restatement, and such restatement was adopted by unanimous vote of all Regents present at said meeting.

(C) These Restated Ecclesiastical Charter of the University shall be as follows:

1: That pursuant to action had by the General Conference of the Spiritual Concepts International Church of the First Born at its session held in Russellville, Arkansas, petitioners were appointed members of the Ecclesiastical Educational Commission of the Spiritual Concepts International

Church of the First Born, and as such were authorized to establish for and in behalf of the Spiritual Concepts International Church of the First Born, an Ecclesiastical University System. And to establish an institution or institutions of education, of the grade of a university, including also a school of theology, and were instructed to take such steps as are necessary to establish the same so as to secure the sanctity and sovereignty afforded the Church by the Constitution of the United States in the governance of its own educational affairs, free of any civil or government intrusion or interference, and in such a way as to insure Spiritual Concepts International Church of the First Born, the ownership and control of the same in perpetuity.

2: That pursuant to the authority thus given to petitioners, Richard N. Drake and Karen Eileen Drake they are authorized to establish and locate such an institution of higher education in said State of Arizona and County of Maricopa, of which institution, the Spiritual Concepts International Church of the First Born, in the persons of petitioners Richard N. Drake and Karen E. Drake are and shall be always regarded and held to be the founders.

3: The name of said University shall be, PHOENIX UNIVERSITY OF THEOLOGY.

4: The said institution will have no capital stock, and will not be conducted for pecuniary gain, or profit to anyone, but its sole purpose will be to give, promote, and extend under Christian influence and under the auspices of the Church of the First Born, instruction and education in theology and ministry and to encourage and promote research and study in all branches of learning specific to the growth and development of the Christian Ecclesia.

5: The said University shall be managed, and its affairs conducted and powers exercised by a Board of Regents, said petitioners constituting the first Board of such Regents, and as such, holding office until their successors are appointed or elected.

6: Said Board of Regents shall also have authority and power at any time that it may deem it wise so to do, to provide for and admit to membership in said Board in such way and manner as may be agreed upon.

8: The Board of Directors of the Spiritual Concepts International Church of the First Born, shall have power to remove, for cause, any member of said Board, after giving said member opportunity to be heard in his own defense. After the removal of any Regent by the Board of Directors of the Spiritual Concepts International Church of the First Born, the action shall be certified to the Board of Regents of Phoenix University of Theology by the Secretary of the Board of Directors of the Spiritual Concepts International Church of the First Born and such action shall be entered on the minutes of the Phoenix University of Theology and, thereupon, the vacancy in said Board of Regents shall be declared to exist and shall be filled as hereinbefore provided.

9: The University shall have perpetual duration.

10: The home office of said University shall be in Russellville, Arkansas, but the University may establish, have and maintain, departments, schools or branches of said University in any other city, county or state and in any other country.

11: The University shall have the power to acquire both real and personal property by purchase, exchange, devise, gift, or donation, and to hold, use, or invest same in such way and manner as may tend to promote the objects of said University; and to carry out all purposes designated by the donors, including especially, the right, without any order of court, to lend on security approved by it, or to otherwise invest any and all funds which may be received by it as endowment. Provided, however, that all property, real or personal, that may be purchased or otherwise acquired by said University, shall be received, used, kept, maintained and disposed of for the educational purposes in this Ecclesiastical Charter set forth, subject to the discipline and usage of

the Church of the First Born, as from time to time authorized and declared by appropriate bodies of said Church. The University shall have the power to have a common seal, to sue and be sued under the corporate name above stated; to keep and maintain order and discipline among its student body and on its campus; to make any and all contracts with reference to acquisition, management, control, encumbrance, sale, or disposition of its property not contrary to the laws of the State, or of the United States, or to any action that may be taken by the Board of Directors of the Spiritual Concepts International Church of the First Born.

12: Said University shall also have authority to give or provide for instruction in theology, and in all branches of instruction and learning that equip the saints to do the work of ministry, especially as it relates to the objectives of the Spiritual Concepts International Army of Compassion and to that end, to establish or acquire such schools, departments, and faculties as it may deem proper; and in connection with a medical school established or maintained by it, to establish, or acquire and maintain such hospitals, dispensaries, and training schools for nurses as may be necessary or useful in connection therewith.

13: Said University shall also have power and authority to receive by donation or purchase or to otherwise acquire, upon such terms as may be agreed upon, either by way of merger or consolidation, the property, assets, and good will of any entity, whether or not incorporated under the laws of Arkansas or otherwise; provided that the acquisition does not result in loss of the University's ecclesiastical status, or to become affiliated therewith upon such terms and conditions and to such extent and for such purposes as may be agreed upon, or to receive, maintain, support, and control any such entity as a department of such University, with power to appoint or elect the Regents thereof, if the same is maintained as a separate University; or to agree with any other such entity as to basis of correlation of departments, or courses of study, or any other means by which the work thereof may be correlated with the work of said University.

14: ALSO, POWER AND AUTHORITY to prescribe the course of study and the degrees of proficiency therein necessary to graduation in any school or department, or under any faculty created, maintained, or controlled by it, and to grant such diplomas or certificates to graduates or students in any of such schools or departments, or affiliated colleges, or under any such faculty as it may deem proper, and to confer such degrees upon such graduates as may be appropriate; also, to grant honorary degrees to persons distinguished for learning, ability, and character in their respective field of theology, mission or ministry.

15: Said University shall also have power to make and adopt all such bylaws, rules, and regulations as may seem to it necessary or proper for the management, control, and conduct of the affairs and property of said University, and said bylaws, rules, and regulations so adopted shall be binding on said University until amended in the manner and form prescribed therein for their amendment; provided, none of said bylaws, rules or regulations shall be contrary to any of the laws of the State of Arkansas or Arizona, or of the United States, or to any laws, rules, resolution, action, or regulations now existing, or that may hereafter be taken or adopted by the Board of Directors of the Spiritual Concepts International Church of the First Born; and said University shall also have all other such powers of authority as are conferred upon ecclesiastical Universities by the laws of the State of Arkansas or Arizona.

16: No person who is serving or has served as a member of the Board of Regents shall have any personal liability to the University for monetary damages for breach of duty of care or other duty as a member of the Board of Regents; provided that this provision shall not eliminate or limit the liability of any such person:

(1) for any appropriation, in violation of his duties, of any business opportunity of the University;

(2) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) for any transaction from which such person derived an improper personal benefit; or (4) for the types of liability for Conflicting Interest Transactions.


The limitation of liability hereby conferred shall be in addition to and not in lieu of all other limitations, immunities, and indemnities conferred by law, this Ecclesiastical Charter, and the bylaws of the University.

17: In the event of dissolution, the residual assets of the University will be turned over to the Board of Directors of Spiritual Concepts International Church of the First Born or more organizations which themselves are exempt as ecclesiastical organizations as provided for by the Constitution of the United States, that are approved by the Board of Directors of Spiritual Concepts International Church of the First Born.

19: Said University is organized exclusively for religious, charitable, and educational, purposes. No part of the net earnings of the University shall inure to the benefit of or be distributable to its Regents, officers, or other private persons, except that the University 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 above.

WHEREFORE, petitioners pray that they may be chartered under the name and style above stated, for such time as stated, with all of the rights, powers, and privileges hereinabove set forth.

IN WITNESS WHEREOF, Phoenix University of Theology has caused this Restated Ecclesiastical Charter to be executed and such execution to be attested, all by its duly authorized officers, this 5th day of August, 2008.


Richard N. Drake, Provost


Keith I. Rushing, President

THEREFORE; The Restated Charter of the Phoenix University of Theology is hereby granted this 5th day of August, 2008, and the signature and Seal of the Presiding Bishop, the Reverend Doctor Bob Parker, is hereto affixed.



Bob Parker
Bishop