

12/31/06

BYLAWS OF
POPLAR SPRINGS CHRISTIAN CHURCH
A Nonprofit Corporation

PREAMBLE

We, the members of **Poplar Springs Christian Church**, in order to promote the work of God, repent and confess our sins. We the baptized members/disciples having participated in Holy Communion, responding in faith to the call of the Holy Spirit through the Gospel, desiring to unite together to preach the Word, administer the sacraments, and carry out God's mission, do hereby adopt this constitution and solemnly pledge ourselves to be governed by its provisions in the name of the Father and of the Son and of the Holy Spirit.

Foremost in the operation of this Church and its bylaws is the Word of God as taught in Old and New Testaments of the Holy Bible. All provisions herein are declared to be subject to the Word of God which is to every possible extent incorporated herein by reference as a whole and unless otherwise stated to be found in the King James Version or New International Version or other version of the Holy Bible generally accepted among Bible-believing congregations, churches or fellowships throughout this nation or the reading together of these versions to produce an understanding of the truth of the sayings of God to men as found in the Holy Bible.

ARTICLE I
NAME AND LOCATION

This body shall be known as **Poplar Springs Christian Church**. It is a North Carolina nonprofit religious Corporation (A Church) with its principal location at **6115 Old Stage Road, Raleigh, North Carolina**.

ARTICLE II THE CHURCH

For the purpose of this constitution and the accompanying bylaws, the Church, Poplar Springs Christian Church, is hereafter designated as “the/this church”. (1) The Church shall be incorporated under the laws of the State of North Carolina. (2) All power in this church belongs to Jesus Christ, the head of this church. All action of this church are to be carried out under the rule and authority of Jesus Christ. (3) This Church is an inclusive fellowship of disciples gathered for worship, administration of the sacraments, daily living through prayer, praise, thanksgiving, witness, and service to others through ministry.

ARTICLE III STATEMENT OF PURPOSE

This Church is a body created by God in Christ and sent to bear witness to God’s creation, His Holy Spirit, the redeeming love of Christ as savior of all. This Church exist to fulfill the mission of God, to which we have been called. We are committed to carry out our Christian mission and ministry to the surrounding areas by television, radio and the world-wide-web or by any other(s) form of media.

Section 1. To participate in God’s Mission this Church shall:

- (a) Worship God in proclaiming the word, administration of the sacraments, daily living through prayer, praise, thanksgiving, witness, service to others and ministry.
- (b) Proclaim Christ’s justification through faith.
- (c) Carry out Christ’s great commission by reaching out to all people to bring them to the faith of Christ.
- (d) Serve in response to God’s love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among nations, and standing with the poor and powerless, and committing church resources to their needs.
- (e) Nurture the disciples of this church in the Word of God to grow in faith, hope and love, to see daily life as the primary setting for the exercise of their Christian faith and the use of the gifts of the Spirit for their life together and for their calling in the world.
- (f) Manifest the unity given to the people of God by living together in the love of Christ, and by joining with other Christians in prayer and action to express and preserve the unity which the Spirit gives.

Section 2. To fulfill these purposes, this Church shall:

- (a) Provide services of worship at which the Word of God is preached and the sacraments administered.
- (b) Provide pastoral care and assist all disciples to participate in the ministry of this church.
- (c) Challenge, equip and support each disciple in carrying out their calling in their daily lives and in this church.

- (d) Teach the Word of God.
- (e) Witness to the reconciling Word of God in Christ reaching out to all people.
- (f) Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
- (g) Motivate each church disciple to provide financial support for the ministry of this church.
- (h) Foster and participate in interdependent relationships with other Christian churches.
- (i) Develop an organizational structure to be described in the bylaws.
- (j) Prepare descriptions of the responsibilities of each committee, task force, ministry, or other organizational group and shall review their actions.
- (k) From time to time, adopt a mission, vision, purpose and other statements which will provide specific direction for its programs, services and ministry.

ARTICLE IV POLITY AND RELATIONSHIPS

The government of this Church is vested in the body of believers who, under the Lordship of Jesus Christ, compose it. It is the expressed intent of this Church that it be ruled and governed by the Lord Jesus Christ as he speaks and reveals His will through His Word and His Holy Spirit. Persons duly received by the members shall constitute the membership (See Article VII).

All internal groups created and empowered by the Church shall report to and be accountable only to the Church, unless otherwise specified by church action.

This Church is subject to the control of no other ecclesiastical body, but it recognizes and sustains the obligations of mutual counsel and cooperation which are common among Congregational-Christian (and other evangelical) Churches. Insofar as is practical, this Church will affiliate with, cooperate with and support evangelical associations and denominations.

ARTICLE V TENETS OF FAITH AND DOCTRINE

The members of this Church, exercising their right to religious freedom under the United States Constitution, (1) accepts the Scriptures as the revealed Will of God, the all sufficient rule of faith and practice, (2) worship the Jesus Christ of Scripture as Lord, God the Son, Head of the Church, and the only Savior of the World, and (3) for the purpose of maintaining general unity, adopt these Statements of Fundamental Truths and Doctrine.

Section 1. The Scriptures Inspired.

(a) The Bible is the inspired Word of God, a revelation from God to man, the infallible rule of faith and conduct, and is superior to experience, traditions, reason and conscience (II Tim. 3:15-17; I Peter 1:23-25; Heb. 4:12).

(b) The light of nature and the works of creation do very far show the existence, power, and glory of God (Psa.19:1-3), and any one not following the light, nor obeying the law of nature as made manifest to him, is without excuse (Rom. 1:19-20), yet the nature and will of God were

never discovered by his works (I Cor.1:21); he therefore graciously condescended to give us a revelation of the mystery that was kept secret since the world began (Rom. 16:25), and to reveal unto us by his Holy Spirit the hidden wisdom which was unknown to the princes of the world, and the things which had never entered in the heart of man (I Cor. 2:7-10).

(c) All the books of the Old and New Testaments, except those usually known as Apocrypha, should be considered canonical, and received as the sacred testimony of God, which is perfect and sure (Psa. 19:7; I John 5:9).

(d) The Scriptures are given by inspiration of God and are sufficient for our correction and instruction in righteousness, and are designed to make us perfect and thoroughly furnished unto all good works (II Tim. 3:16-17).

(e) Any rule of faith and action offered to, or imposed upon the Church, other than the Sacred Scriptures, should be discarded (Gal. 1:8-9).

(f) The word of God is well adapted to our depraved state (Psa. 107:20), suited to our comprehension (Psa. 119:130; Isa. 35:8), and is a lamp to our feet, and a light to our pathway (Psa. 119:105).

(g) The Scriptures were written by holy men of God as they were instructed by the Holy Spirit (II Pet. 1:21; II Sam. 23:2), and are designed to give us comfort and hope (Rom. 15:4), and to make us wise unto salvation (II Tim. 3:15).

(h) All doctrines, sentiments and opinions should be expressed, as nearly as possible, in Scripture language, as being the least likely to be misunderstood or to give offence (I Cor. 10:32; II Cor. 6:3; Rom. 16:17). Besides, no great error is likely to be imbibed, or propagated, while all strictly adhere to the law and to the testimony (Isaiah 8:20; Matt. 5:19).

(i) If the secretary, or any other, should find too little in these sentiments of the Church to answer all his inquiries on the points mentioned, it is because his inquiries cannot be conveniently answered in the language of inspiration, from which it is not expedient to deviate (John 5:39; Rev. 22:18-19). However, if he will do the will of God he may know of his doctrine (John 7:17), and of the mysteries of his kingdom (Luke 8:10; Matt. 13:11; John 5:45-47).

Section 2. God.

(a) **The One and True God.** The triune God is comprised of three (3) distinct personalities, The Father, The Son, and The Holy Spirit, who are eternally self-existent, self-revealed and one. Jesus Christ, who is God manifested in the flesh, is the second member of the God, co-equal and co-eternal with The Father and The Holy Spirit.

(b) The Father.

(1) All our knowledge of God in this life, must necessarily be very imperfect (Job 11:7; Rom. 11:33-34). We, therefore, should be very careful in all our expressions which have any allusion to the Almighty (Ex. 20:7; Psa. 99:5), and use only those appellations of him which are found in the Holy Scriptures.

(2) There is but one only living and true God (Deut. 6:4; I Cor. 8:4; I Thess. 1:9), unchangeable (Mal. 3:6), incomprehensible (Job 37:5; Psa. 145:3), who inhabiteth eternity (Isa. 57:15), whose years are throughout all generations (Psa. 102:24), who is from everlasting to everlasting (Psa. 90:2), the Creator of all things (Gen. 1:1; Rev. 4:11), the Preserver of life (Job 7:20; Psa. 36:6; Acts 17:28), only wise (Rom. 16:27), just (Deut. 32:4; Isa. 45:21), holy (Isa. 6:3; Rev. 4:8); full of love (I John 4:8), and compassion (Lam. 3:22) gracious, merciful, long-suffering; abundant in goodness and truth, forgiving iniquity, transgression and sin (Ex. 34:6-7), the rewarder of them that diligently seek him (Heb. 11:6), yet terrible in his doings (Psa. 66:5),

visiting the iniquities of the fathers upon the children unto the third and fourth generations of them that hate him (Ex. 20:5), and taking vengeance upon them that know him not (II Thes. 1:7-8).

(3) God is a spirit (John 4:24), eternal, immortal, invisible (I Tim. 1:17), the only Potentate, the King of kings, and Lord of lords (I Tim. 6:15), of whom, and through whom, and to whom, are all things (Rom. 11:36), his judgments are unsearchable, and his ways past finding out (Rom. 11:33), and his understanding is infinite (Psa. 147:5), he is God in heaven above, and upon the earth beneath (Deut. 4:39), to whom we should give glory forever (I Peter 4:11).

(c) The Son.

(1) The Lord Jesus Christ is the only begotten Son of God (John 3:18), full of grace and truth (John 1:14), the Savior of the world (John 4:42; Titus 3:4), the Word which was in the beginning with God, and was God, and by whom all things were made (John 1:1-3); who is the brightness of the Father's glory, and the express image of his person, and who upholds all things by the word of his power (Hebrews 1:3), the Alpha and Omega, the first and the last (Rev. 1:11); God manifest in the flesh (I Tim. 3:16), who being in the form of God, thought it not robbery to be equal with God (Phil. 2:6), one with the Father (John 10:30).

(2) He is the mediator between God and man (I Tim. 2:5), the Prophet (Acts 3:22), Priest (Heb. 5:6; Heb. 7:17), and King (Psa. 2:6); head of the Church (Eph. 5:23; Eph. 1:22; Col. 1:18), the heir of all things (Heb. 1:2), and judge of the world (Acts 17:31).

(3) The Lord Jesus was wounded for our transgressions, bruised for our iniquities, and with his stripes we are healed (Isa. 53:5), he bore our sins in his own body (I Pet. 2:24), he is our advocate with the Father (I John 2:1), and makes reconciliation for sin (Heb. 2:17), he died for our sins (I Cor. 15:3), that we might live with him (I Thess. 5:10), through him we have access to the Father (Eph. 2:18), and peace with God (Rom. 5:1), and through his name alone can we be saved (Acts. 4:12).

(d) The Holy Spirit.

(1) The Holy Spirit is the Comforter who proceedeth from the Father and the Son, the Spirit of truth (John 15:26; Gal. 4:6; Acts 5:3-4; Ex. 17:7 and Heb. 3:7-9), whom Christ promised to send unto his disciples, and declared that when he is come, he will reprove the world of sin, and of righteousness, and of judgment (John 16:8).

(2) The Holy Spirit helpeth our infirmities, searcheth the heart, and maketh intercession for the saints (Rom. 8:26-27). He imparteth wisdom, knowledge, and faith (I Cor. 12:8, 9), and by him we are justified and sanctified (I Cor. 6:11).

(3) He searcheth all things, yea, the deep things of God, and reveals them unto us (I Cor. 2:10), that we may know the things that are freely given to us of God (I Cor. 2:12; Rom. 8:16); he is our teacher (Luke 12:12; I Cor. 2:13), and we are saved by the renewing of the Holy Spirit (Titus 3:5).

Section 3. Man, His Fall and Redemption.

(a) Man was created good and upright, for God said, "Let us make man in Our image, after Our likeness". But, man, by voluntary transgression, fell and his only hope of redemption is in Jesus Christ the Son of God (Genesis 1:26-31, 3:1-7; Romans 5:12-21).

(b) The Scriptures have concluded all under sin (Gal. 3:22; See Rom. 3:9), and have declared that there is none righteous (Rom. 3:10; See Psa. 14:1-3); but that all have strayed like sheep, and have come short of the glory of God (Rom. 3:23).

(c) The carnal mind is enmity against God (Rom. 8:7), and in the flesh dwelleth no good

thing (Rom. 7:18), the heart too, is deceitful above all things, and desperately wicked (Jer. 17:9).

Section 4. The Salvation of Man.

(a) *Man's only hope of redemption is through the shed blood of Jesus Christ.* On the cross Jesus Christ became sin and sickness providing both salvation and divine healing for all mankind (Psalm 103:3), being justified freely by His Grace through the redemption that is in Christ Jesus. For by grace we are saved through faith. "The word is near you, in your mouth and in your heart—that is, the word of faith which we are preaching, that if you confess with your mouth Jesus as Lord, and believe in your heart that God raised Him from the dead, you shall be saved; for with the heart man believes, resulting in righteousness, and with the mouth he confesses, resulting in salvation" (Romans 3:24; Ephesians 2:8; Romans 10:8-10).

(b) *The Evidence of Salvation.* The inward evidence to the believer of his salvation, is the direct witness of the Spirit (Romans 8:16). The outward evidence to all men is a life of righteousness and true holiness. "And this is His commandment that we believe in the name of His Son Jesus Christ, and love one another, just as He commanded us." (1 John 3:23), ... while you are waiting for these things to happen and for him to come, try hard to live without sinning; and be at peace with everyone so that he will be pleased with you when he returns (II Peter 3:14 LB).

(c) Faith, Repentance, and Works.

(1) Salvation is by faith in Jesus Christ and not by human works; however, our works will determine the rewards in eternity (Romans 10:9-1 and II Cor. 5:10).

(2) God hath particularly enjoined all men everywhere to repent (Acts 17:30), and the Savior hath expressly declared that, "Except ye repent, ye shall all likewise perish" (Luke 13:3, 5); but repentance must include conversion (Acts 3:19), and be connected with faith (Mark 1:15; 1 John 5:1; John 1:13; John 3:3; Acts 20:21), in order to justification. (Rom. 5:1; Gal. 3:24).

(3) The preaching of repentance (II Cor. 7:10), was the chief business of the apostles when Christ first sent them forth (Mark 6:12), and it should be the chief business of every minister of the Gospel now (Luke 24:47), and also to declare the fact that we are saved by grace through faith (Eph. 2:8), in the Lord Jesus (John 11:25-26).

Section 5. Baptism in Water.

(a) The ordinance of baptism by a burial with Christ should be observed as commanded in the Scriptures by all who have really repented and in their hearts have truly believed on Christ as Savior and Lord. In so doing, they declare to the world that they have died with Jesus and that they have also been raised with Him to walk in newness of life. (Matt. 28:19; Acts 10:47, 48; Romans 6:4).

(b) Baptism is a sacrament of the New Testament, instituted by the Lord Jesus, and should be perpetuated and strictly observed (Matt. 28:19).

(c) By this solemn ordinance we profess to have put on Christ (Gal. 3:27), which is also to us a sign and seal of covenant of grace (Rom. 4:11), of regeneration by his Spirit (John 3:5; Mark 16:16), remission of sins (Acts 2:38-38; Acts 22:16; Acts 10:47), and of assurance to walk in newness of life (Rom. 6:3, 5).

(d) Respecting the mode, or the subject of baptism, every one should be fully persuaded in his own mind (Rom. 14:5).

Section 6. The Lord's Supper.

(a) The Lord Jesus, the same night in which he was betrayed, instituted the Sacrament called the Lord's Supper, to be observed in his Church in perpetual remembrance of him and in order to show his death till he come (I Cor. 11:23-26; Matt. 26:28; Mark 14: 22-24; Luke 22:19-20).

(b) This Sacrament is the communion of the blood and body of Christ (I Cor. 10:16), and should be given unto, and received by all the true followers of our Lord (I Cor. 10:17), but every one should carefully examine himself that he may not eat and drink unworthily, not discerning the Lord's body (I Cor. 11: 27-29).

Section 7. The Church. The Church is the body of Christ, the habitation of God through the Spirit, with divine appointments for the fulfillment of her great commission. Each believer, born of the Spirit, is an integral part of the general assembly and church of the firstborn, which are written in Heaven (Ephesians 1:22; 2:19-22; Hebrews 12:23).

(a) ***The Catholic or Universal Church.***

(1) The Catholic or Universal Church is composed of all those everywhere, throughout the world, who exercise repentance toward God, and faith toward our Lord Jesus Christ (Acts 20:21).

(2) The members of the Church may belong to various denominations, and though they are sometimes taught to regard one another as heretics (Mark 9:38-40; Luke 9:49-50), yet they form but one body, of which Christ is the Head (I Cor. 10:17; Col. 1:18).

(3) The Savior came into the world to establish one Church (Matt. 16:18), not many; and all the redeemed are brethren (Matt. 23:8), and members of the Church (I Cor. 12:20; Eph. 4:25, and 5:30).

(4) The Church is sometimes spoken of in the Scriptures as a family (Eph. 3:15), of which God is the Father (Eph. 4:6), and as a household (Eph. 2:19), which should not be divided against itself (Mark 3:25; Matt. 12:25).

(5) All the principles, operations (I Cor. 12:6), and offices (Rom. 12:4-8), of the Church ought to harmonize in the administration (I Cor. 12:5), of the Redeemer's kingdom on earth, so that all the members (I Cor. 12:12, 13), may be brought into fellowship (I John 1:3, 6-7) and communion with one another.

(b) ***The Christian Church (This Church).***

(1) The Christian Church may be composed of any part or of all those on the earth who constitute the body, of which Christ is the Head (Col. 1:18, 24).

(2) But at present it embraces only a part of those who desire the reformation of the wicked (Isa. 55:7; Matt. 9:13; Mark 2:17), the spiritual worship of God (John 4:24), and the union of the great brotherhood of Christian (John 10:16; John 17:11, 21-22).

(3) The Christian Church is sincerely opposed to contentions and schisms in the body (I Cor. 12:25), and firmly believes that envying, strife, and divisions (I Cor. 3:3-5, 21-22) are hurtful to the Church and antagonistic to the teachings and spirit of our holy religion (I Cor. 1:10-13; I Cor. 11:18).

(4) One of the chief features of this Church is an ardent desire to secure and propagate the fruits of the Spirit (Gal. 5:22-23), and to cultivate brotherly love (I John 4:7).

(5) The Church holds to the essential doctrines of evangelical Christianity, and does not purpose to controvert the doctrines or usages of other denominations. It asks, rather, their co-operation in extending the benefits and comforts of our common religion to all mankind (Titus 1:4; Jude 3).

(6) The purpose of this Church is to effect a union of all the followers of our Lord Jesus Christ of every persuasion (Mark 9:40; John 17:21), and to secure, if possible, the associate efforts of all true religious teachers in pointing the wicked to the Lamb of God who taketh away the sin of the world (John 1:29).

(7) The particular doctrines and tenets which have confused and distracted the Christian world are remanded to private judgment, and hence cease to be matters for debate, only in so far as may be necessary to prevent a sectarian influence from entering the Church (I Cor. 3:3-5. and 1:10-13).

(8) They require no compromise in faith or opinion of any child of God in order to communion or fellowship (Matt. 23:8; Luke 9:10), here denominational distinctions cease to exist and Christian love binds the brotherhood together I Thess. 4:9).

(9) The purpose of this Church will be consummated in the conversion of the world (Psalms 2:8; Col. 3:11), and the union of all Christians (Eph. 4:13).

(c) *The Principles of the Christian Church.*

(1) The nature of the Church as set forth [above], seems to require that the principles of the Church be general, rather than particular, yet comprehensive, embracing all those truths, facts, and doctrines which are indisputably revealed, and allowing each individual to form his own opinion upon minor points according to the best light and evidence before him (Rom. 14:4-6).

(2) The Scriptures contain an abundance of indisputable (I Tim. 6:4-5; Phil. 2:14; Rom. 14:1), truth quite sufficient for the moral guidance of man, and very well adapted to the comprehension of the most simple-minded (Isa. 35:8; Isa 8:5 & 9:4)

(3) These facts being admitted, we may well afford to dispense with all those doctrines and tenets which set the brethren at variance (Gal. 5:15), and to take the following general principles as the ground-work of our organization, viz:

(i) The Lord Jesus Christ is the only Head of the Church (Col. 1:18; Eph. 1:22-23; Eph. 4:15). Any other pretending to be head thereof, should be regarded as that man of sin and son of perdition, who exalteth himself above all that is called God (Matt. 23:8-10; II Thess. 2:3-4).

(ii) The name Christian (Isaiah 62:2; Acts 11:26, and 26:28; I Pet. 4:16) is the only appellation needed or received by the Church. All party or sectarian names are excluded as being unnecessary, if not hurtful (I Cor. 3:4; Rev. 3:12 & 2:13; Eph. 3:15).

(iii) The Holy Bible, or the Scriptures of the Old and New Testaments, is a sufficient rule of faith and practice (II Tim. 3:16-17; Rev. 22:18-19).

(iv) Christian Character, or vital piety, is a just, and should be the only test of fellowship or of Church membership (Matt. 7:21; Mark 16:16; John 3:15; John 11:25-26 & 6:47; I John 2:5, & 3:6-9; John 13:34-35; Matt. 22:37-40).

(v) The right of private judgment and the liberty of conscience is a right and a privilege that should be accorded to and exercised by all (Rom. 14:4; Matt. 15:9; Gal. 5:13; II Pet. 3:16; Acts 5:29 & 4:19).

(4) The Church thinks it well to avoid all debates and disputations (I Tim. 6:20; II Tim. 2:16; II Cor. 12:20), especially of a public character, which tend to create strife, enmity or division (Rom. 16:17; I Cor. 3:3) among the followers of Christ.

(5) The labors of the ministry should not involve the use of means which are of doubtful propriety, but should be confined to the use of those spiritual weapons which are mighty, through God, to the pulling down of strongholds (II Cor. 10:4).

Section 8. The Resurrection.

(a) Jesus is coming again to gather all His Saints to Heaven (I Cor. 15:51-52; I Thess. 4:16-17; and II Thess. 2:1).

(b) There is no fact more clearly revealed in the Holy Scriptures than that there will be a general resurrection both of the righteous and of the wicked (John 5:28-29; Dan. 12:2-3; Acts 24:15).

(c) Jesus is the author of the resurrection and of life (John 11:25); he assuredly rose from the dead (Luke 24:34; Psa. 16:10; Acts 4:33; I Cor. 15:20), and he declared that as certainly as he lives we shall live also (John 14:19).

(d) The doctrine of the resurrection tends to encourage us, and to inspire us with hope, as we are assured that all them which sleep in Jesus, God will bring with him (I Thess. 4:13-14).

Section 9. The Last Judgment.

(a) God hath appointed a day in which he will judge the world in righteousness by Jesus Christ (Acts 17:31), whom he hath ordained to be the judge of the quick and dead (Acts 10:42; II Tim. 4:1; I Peter 4:5), and all that have ever lived upon the earth, both small and great, must appear before the judgment seat of Christ to give an account of the deeds done in the body, whether they be good or bad (Rev. 20:12-13; II Cor. 5:10; Rom. 14:10).

(b) When all nations shall be gathered before the throne for judgment, the Lord will separate the righteous from the wicked (Matt. 25:31-32), and then every work and every secret thing shall be made known (Eccl. 12:14; Rom. 2:16), and men shall give an account of every evil word they have spoken (Matt. 12:36).

Section 10. The Punishment of the Wicked.

(a) Those who have not accepted the redemptive work of Jesus Christ will suffer eternal separation from the God. The devil and his angels, the beast and the false prophet, and anyone whose name was not found written in the book of life, shall be consigned to everlasting punishment in the lake of fire which burns with brimstone. This is the second death, the lake of fire (Rev. 19:20; 20:10-15).

(b) When the world shall be judged in righteousness by the Lord Jesus (Acts 17:31), the wicked shall be driven into everlasting fire (Matt. 25:41-46), and the smoke of their torment shall ascend up forever and ever (Rev. 14:10-11).

(c) The punishment of the wicked shall be extremely severe; they shall be cast into outer darkness, where there will be weeping and gnashing of teeth (Matt. 22:13; Matt. 25:30), they can never die, so as to escape their suffering, nor can the fire of their torments ever be quenched (Mark 9:43-44).

Section 11. The Rewards of the Righteous.

(a) The righteous shall be in everlasting remembrance (Psa. 112:6), and it has not entered into the heart of man, the things that God hath prepared for them that love him (I Cor. 2:9). The godly have the promise of the life that now is, and of that which is to come (I Tim. 4:8).

(b) At the last day (John 6:40) the righteous shall sit on the right hand of the Judge, and the Lord will say unto them, "Come ye blessed of my Father, inherit the kingdom prepared for you from the foundation of the world" (Matt. 25:33-34).

(c) Then God shall wipe away all tears from their eyes, and there shall be no more death (Rev. 21:4), and they shall obtain joy and gladness (Isa. 35:10), and enter unto eternal life (Matt. 25:46; Luke 18:30).

Section 12. Christian Life; Scriptural Conduct.

(a) **Personal Ethics.** “I can do anything I want to if Christ has not said no, but some of these things aren’t good for me. Even if I am allowed to do them, I’ll refuse to if I think they might get such a grip on me that I can’t easily stop when I want to” (I Cor. 6:12 LB). “We can always ‘prove’ that we are right, but is the Lord convinced?” (Proverbs 16:2 LB) “And we beseech you, brethren, to know them which labor among you, and are over you in the Lord, and admonish you” (I Thessalonians 5:12).

(b) **Obedience to Law.** “Obey the government, for God is the one who has put it there. There is no government anywhere that God has not placed in power. So those who refuse to obey the laws of the land are refusing to obey God, and punishment will follow” (Romans 13:1-2 LB). “Obey the laws, then, for two reasons: first, to keep from being punished, and second, just because you know you should. Pay your taxes too, for these same two reasons. For government workers need to be paid so that they can keep on doing God’s work, serving you. Pay everyone whatever he ought to have; pay your taxes and import duties gladly, obey those over you, and give honor and respect to all those to whom it is due. Pay all your debts except the debt of love for others-never finish paying that! For if you love them, you will be obeying all of God’s laws, fulfilling all his requirements. Another reason for right living in this: you know how late it is; time is running out. Wake up, for the coming of the Lord is nearer now than when we first believed” (Romans 13:5-8, 11 LB).

(c) **Tithing.** Whereas, Poplar Springs Christian Church, is comprised of a body of believers in the Lord Jesus Christ, and that the Holy Bible is the absolute and infallible word of God, be it known that the Holy Bible states the giving of offerings unto the Lord began in Genesis 4: 3-4 where Cain and Abel brought their firsts to God. Be it known that the Holy Bible further states that giving of tithes unto the Lord is an act of worship unto the Lord as stated in Genesis 14:18-20. (Abraham paid tithes to Melchizedek, King of Salem) and Genesis 28:22.

God has given mankind the exclusive right or dominion to rule over His property and world. Therefore, man can bless God with his actions or curse God with his actions. Obedience blesses God, while disobedience is a reproach unto God. Tithes blesses, while not tithing is obviously a reproach.

Whereas, tithing is an act of our faith and a blessing to the church as commanded by the Lord to bring all the tithes into the storehouse in accordance to Malachi 3:10 and the affirming of obedience to God’s will in accordance of Hebrew 7.

We, as a body of believers at Poplar Springs Christian Church will give (10% of gross) and offering of the first fruits of all our increase as an act of stewardship onto God.

We further believe the tithes should go to the local church.

For be it further resolved, that, through our obedience to God in tithing, we become good disciples on the kingdom of God. Tithing is not an option, it is God’s commandment.

You can tithe without loving God with all your heart, but you cannot love God with all your heart without tithing.

(d) **Marriage.** Marriage is a covenant between a man and woman that God intends to be permanent (Genesis 2:24; Matthew 19:4-6). “Haven’t you read that at the beginning the Creator ‘made them male and female,’ and said, ‘For this reason a man will leave his father and mother and

become united to his wife, and the two will become one flesh? So they are no longer two, but one. Therefore what God has joined together, let man not separate” (Matthew 19:4-6).

(e) **Family; Household.** “Honor your father and mother, that you may have a long, good life in the land the Lord your God will give you” (Exodus 20:12). “For if a man know not how to rule his own house, how shall he take care of the Church of God?” (I Timothy 3:5) “Their wives must be thoughtful, not heavy drinkers, not gossipers, but faithful in everything they do” (I Timothy 3:11 LB). “The men you choose must be well thought of for their good lives; they must have only one wife and their children must love the Lord and not have a reputation for being wild or disobedient to their parents. These elders must be men of blameless lives because they are God’s ministers. They must not be proud or impatient; they must not be drunkards or fighters or greedy for money” (Titus 1:6-7 LB). “That the aged men be sober, grave, temperate, sound in faith, in charity, in patience. That they may teach the young women to be sober, to love their husbands, to love their children” (Titus 2:2-4).

Wives must submit to your husband’s leadership in the same way you submit to the Lord. For a husband is in charge of his wife in the same way Christ is in charge of his body the Church. (He gave his very life to take care of it and be its Savior!) So wives must willingly obey your husbands in everything, just as the Church obeys Christ. And husbands, show the same kind of love to your wives as Christ showed to the Church when he died for her, to make her holy and clean, washed by baptism and God’s Word: so that he could give her to himself as a glorious Church without a single spot or wrinkle or any other blemish, being holy and without a single fault. That is how husbands should treat their wives, loving them as parts of themselves.

For since a man and his wife are now one, a man is really doing himself a favor and loving himself when he loves his wife. No one hates his own body but lovingly cares for it, just as Christ cares for his body the Church, of which we are parts. (That the husband and wife are one body is proved by the Scripture which says, “A Man must leave his father and mother when he marries, so the two shall be one.”) So again, I say, a man must love his wife as a part of himself: and the wife must see to it that she deeply respects her husband - obeying, praising and honoring him. Children obey your parents; this is the right thing to do because God has placed them in authority over you. Honor your father and mother. This is the first of God’s Ten Commandments that ends with a promise. And this is the promise: that if you honor your father and mother, yours will be a long life, full of blessings. Now a word to you parents. Don’t keep on scolding and nagging your children, making them angry and resentful. Rather bring them up with the loving discipline the Lord himself approves, with suggestions and godly advice” (Ephesians 5:22-31, 33-6:4 LB).

(f) **Abortions.** The unborn child is a human person whose life is valuable in the eyes of God (Exodus 21:22-25; Proverbs 24:11-12; Luke 1:15). “The promise is for you and your children and for all who are far off—for all whom the Lord our God will call” (Acts 3:39 NIV). “The Word of the Lord came to me, saying, ‘Before I formed you in the womb I knew you, before you were born I set you apart; I appointed you as a prophet to the nations’”(Jeremiah 1:4-5). For you created my inmost being; you knit me together in my mother’s womb. I praise you because I am fearfully and wonderfully made; your works are wonderful, I know that full well. My frame was not hidden from you when I was in the secret place. When I was woven together in the depths of the earth, your eyes saw my unformed body. All the days ordained for me were written in your book before one of them came to be” (Psalm 139:13-16).

(g) **Adultery; Immorality.** “Thou shalt not commit adultery” (Exodus 20:14). “...try hard to live without sinning; and be at peace with everyone so that he will be pleased with you when he

returns” (II Peter 2:14 LB). “You shall not commit adultery. But I say: Anyone who even looks at a woman with lust in his eye has already committed adultery with her in his heart” (Matthew 5:27-28 LB). “...Don’t fool yourselves. Those who live immoral lives, who are idol worshippers, adulterers or homosexuals, will have no share in his Kingdom ...” (I Cor. 6:9 LB). “But now I have written unto you not to keep company, if any man that is called a brother be a fornicator, or covetous, or an idolater, or a railer, or a drunkard, or an extortioner; with such a one no not to eat” (I Cor. 5:11 LB).

(h) **Homosexuality.** “You shall not lie with a man as with a woman; it is an abomination” (Leviticus 18:22). “...God let go of them and let them do all these evil things, so that even their women turned against God’s natural plan for them and indulged in sex sin with each other. And the men, instead of having a normal sex relationship with women, burned with lust for each other, men doing shameful things with other men and, as a result, getting paid within their own souls with the penalty they so richly deserved.

So it was that when they gave God up and would not even acknowledge him, God gave them up to doing everything their evil minds could think of. Their lives became full of every kind of wickedness and sin” (Romans 1:26-29). “Don’t you know that those doing such things have no share in the Kingdom of God? Don’t fool yourselves. Those who live immoral lives, who are idol worshippers, adulterers or homosexuals, will have no share in his Kingdom...” (I Cor. 6:9-10).

(i) **Control.** “...For a man is a slave to whatever controls him” (II Peter 2:19 LB). “Even if we believe that it makes no difference to the Lord whether we do these things, still we cannot just go ahead and do them to please ourselves; for we must bear the burden of being considerate of the doubts and fears of others - of those who feel these things are wrong. Let’s please the other fellow, not ourselves, and do what is for his good and thus build him up in the Lord” (Romans 15:2-3 LB).

(j) **Drunkenness; Drugs; Gluttony**

(1) “Know ye not that ye are the temple of God, and that the Spirit of God dwelleth in you? If any man defiles the temple of God, him shall God destroy, for the temple of God is holy, which temple are ye” (I Cor. 3:16-17). “Haven’t you yet learned that your body is the home of the Holy Spirit God gave you, and that He lives within you? Your body does not belong to you. For God has bought you with a great price. So use every part of your body to give glory back to God, because He owns it” (I Cor. 6:19).

(2) “Nor thieves, nor covetous, nor drunkards, nor revilers, nor extortioners, shall inherit the kingdom of God” (I Cor. 6:10 LB). “Let me tell you again as I have before, that anyone living that sort of life will not inherit the Kingdom of God” (Galatians 5:21 LB). “Don’t drink too much wine, for many evils lie along that path; be filled instead with the Holy Spirit, and controlled by Him” (Ephesians 5:18 LB). “For the drunkard and the glutton shall come to poverty; and drowsiness shall clothe a man with rags” (Proverbs 23:21).

ARTICLE VI CHURCH COVENANT

This Church acknowledges the faith and covenant of each disciple who confesses sin and seeks forgiveness through Jesus Christ. We look to the scriptures as the Word of God, and to the presence and power of the Holy Spirit to prosper our lives, and make known God’s creation, and the redemptive love of Christ in the world. Having been led as we believe by the Spirit of God to receive the Lord Jesus Christ as our Lord and Savior and, on the profession of our faith,

having been baptized in the name of the Father, and of the Son, and of the Holy Spirit, we do now in the presence of God and this assembly most solemnly and joyfully enter into covenant with one another as one body in Christ and in accordance to the teachings of Jesus Christ.

We publicly confess Jesus as our Lord and Savior, and through baptism and participation in the Lord's Supper/Holy Communion we confess our sinful nature and seek His forgiveness for our sins.

We engage, therefore, by the aid of the Holy Spirit to walk together in Christian love; to strive for the advancement of this Church in knowledge, holiness, and comfort; to promote its prosperity and spirituality; to sustain its worship, ordinances, doctrines, and discipline; to contribute cheerfully and regularly to the support of the ministry, the expenses of the church, the relief of the poor, and the spread of the gospel through all nations.

We also engage to maintain family and secret devotions; to religiously educate our children; to seek the salvation of our kindred and acquaintances; to walk circumspectly in the world; to be just in our dealings, faithful in our engagements, and exemplary in our deportment; to avoid all tattling, backbiting, and excessive anger; to abstain from the sale of intoxicating beverages and the excessive use of intoxicating beverages, to use our influence to combat the abuse of drugs and the spread of pornography; and to be zealous in our efforts to advance the kingdom of our Savior.

We further engage to watch over one another in brotherly love; to remember one another in prayer; to aid one another in sickness and distress; to cultivate Christian sympathy in feeling and Christian courtesy in speech; to be slow to take offense, and always ready for reconciliation and mindful of the rules of our Savior to secure it without delay.

We moreover engage that when we remove from this place, we will as soon as possible unite with some other church where we carry out the spirit of this covenant and the principles of God's Word.

ARTICLE VII MEMBERSHIP

Section 1. General

This is a sovereign, congregational Church under the lordship of Jesus Christ. The membership retains unto itself the exclusive right of self-government in all phases of the spiritual and temporal life of this Church.

The membership reserves the exclusive right to determine who shall be members of this Church and the conditions of such membership.

Section 2. Application for Membership. Any person may offer himself/herself as a candidate for membership in the Church. All such candidates shall be presented to the Church at any regular church service for membership in any of the following ways:

(a) By profession of faith and for baptism according to the Tenets of Faith and Doctrine as defined by these Bylaws.

(b) By promise of a letter of recommendation from another Church.

(c) By restoration upon a statement of prior conversion experience and baptism in a Christian Church when no letter is obtainable.

(d) By WatchCare: A person with membership at another church, who for personal reasons relating to work, spouse, etc., may elect to join this church as a WatchCare member. Membership status is good until changed at the request of the WatchCare member. This person will receive all

rights and privileges as other members/disciple as given in the bylaws.

The term member/disciple will denote individuals who have decided to unite with this church as an active participant in attendance, service and giving. Individuals who have repented of his/her sins, confessed publicly Jesus Christ as Savior and Lord, is baptized, participates in Holy Communion, and seeks the infilling of the Holy Spirit shall be qualified to become a member of this church. Persistent, knowing disregard of Christian obligation shall be regarded as irresponsible, and could lead to church counseling, discipline, and/or probationary membership status. Current members at the establishment of this document are not required to complete the orientation process.

Section 3. Candidate Orientation. All candidates for membership shall attend candidate orientation for a three (3) month continuous period. During this period, candidates shall give clear evidence of their new birth in Christ, live a consistent Christian life and worship at the Church on a regular basis, support the Church financially, subscribe to the Tenets of Faith, Doctrine and Code of Discipline as defined by these Bylaws, and consent, in writing, to be governed by the terms of these Bylaws.

Candidates shall accept awareness that the primary objective of church membership is a quest for spiritual development and maturity, and that they are seeking church membership in order to grow in grace and in the knowledge of our Lord and Savior Jesus Christ, and of His Word. Candidates shall also accept that the primary relationship between the Church and its individual members arises from the member's accountability to the leadership of the Church in the interest of the member's spiritual growth and enhancing the member's willfulness to the Body of Christ. Candidates will be asked to sign a consent form prior to orientation; at the end of orientation, they will be issued a certificate of membership. Candidates may be baptized during their 90-day orientation process.

Section 4. Probationary Membership. Probationary status as a type of membership occurs when a person joins this church either as a candidate for baptism or through Christian experience. Probationary membership status accords a disciple all the usual liturgical privileges but none of the other non-religious privileges of church affiliation, e.g., voting, ministry leadership, standing to hold office. If death occurs while in probationary status, the member is accorded burial privileges. After acceptance as a disciple through Christian experience or by baptism, the "new" disciple holds probationary membership status until the disciple has attended the number of new member classes required by the New Member Ministry. Upon completion of the prescribed number of new member classes, the new disciple is accorded full "active" membership status.

Probationary status may also be conferred as a disciplinary measure. It occurs when a disciple has been subject to discipline for a violation of church doctrine or policy. The disciple's membership become a probationary membership status until matter has been deemed resolved by the Pastor or church leadership through the completion of counseling or other prescribed rehabilitative action. Upon successful completion of the disciplinary matter, the disciple returns to full "active" membership status until disciples have completed orientation, been presented to and approved by the congregation.

Section 5. Active Membership. An active member is a member in good standing with all rights and privileges as afforded by the Church:

(1) Every active member of the Church is entitled to vote at all elections and on all questions submitted to the Church Conference, provided the member is present or provision has been made for absentee balloting.

(2) Every active member of the Church is eligible for consideration by the membership

as candidates for elective offices in the Church in three (3) years.

(3) Every active member of the Church is eligible to participate in ministries, programs, and the ordinances of the Church as administered by the Church.

Section 6. Sustaining Member. A sustaining member of this church is defined as one who has been absent due to military service, attendance at college or illness or infirmity and is able to maintain an informed participation in the life of this church. Sustaining member status is assigned by the Membership Committee to preserve for the sustaining member, during such absences, the benefits of active membership including the right to vote.

Section 7. Inactive Member. An inactive member of this church is defined as one who within a calendar year has not financially supported the church, is not an active member or sustaining member or a member in probationary status; has moved from the community or whose address is unknown or requests such status. An inactive member shall not be extended the church privilege of an active member.

Section 8. Transfer of Membership. Membership in the Church is neither transferable nor assignable.

Section 9. Termination of Membership. Membership shall be terminated in the following ways: (1) death of the member, (2) release to another Christian Church, (3) written resignation filed with the secretary by a member who is not being disciplined, (4) exclusion by action of the Church, or, (5) at the discretion of the Church, erasure upon proof of membership in a church of another denomination. Termination of membership as a penalty for violation of church doctrine or policies should be reserved for only the most serious violations and where there is no other action which, in the estimation of the Pastor or designee, is an appropriate response to the violation.

First, written charges shall be filed with the Deacons. Then, the disciple shall have the right to present his/her defense in person at a duly called Church meeting. After a fair and impartial hearing of all the witnesses accessible and all the facts ascertainable, the Church has the right and the responsibility to excommunicate an offending member by two-thirds majority of the members present and voting. If the disciple is absent from the church meeting, a record of the proceedings shall be sent to him/her by registered mail. The Church is required to deal subsequently with excommunicated individuals according to Matthew 18:17 and I Corinthians 5:1-13.

The Membership Committee shall use the Church Constitution and Bylaws to describe the minimum obligations of a member/disciple. When a disciple falls short of these minimal obligations to the extent that termination is required, the Pastor or designee provides documentation of the termination of membership to the Church Clerk. The Church Clerk will keep documentation of termination of membership on file for five (5) years.

Section 10. Schools and Seminars. Instruction in the Word of God shall be provided at schools and seminars for members and non-members of the Church. Private Christian education for the body may also be provided.

Section 11. Code of Discipline.

(a) **Cooperative Action.** The members of the Church shall give consent to its forms of government, together with the past policies, and to the policy of fundamental unity and agreement, alike in doctrine, conduct and action, and shall conform to the Scriptural injunctions that there be no division in the body. They shall be subject to leaders of the Church as the Word of God plainly teaches that the principles of Christian fellowship may be kept inviolate and perpetuated, recognizing its fundamental importance.

(b) ***Attitude Toward Strife.*** Inasmuch as no Christian institution can comply with the plain teaching of Scripture unless unity and harmony predominate within its circle, no member of the Church may use means to incite or engender strife, but shall work in harmony with the other members of the Church and Church leaders as did the early church (Acts 2:42). If there is cause for dissatisfaction, it shall be called to the attention of the Pastor and Board of Deacons. At the discretion of the Church, necessary adjustments shall be made (Acts 6:1-7; Matt. 18:15-18).

(c) ***Attendance.*** Scripture commands that we "... do not give up meeting together, as some are in the habit of doing ... (Hebrews 10:25 NIV), therefore, all members of this Church shall regularly attend the meetings of the Church, including but not limited to, worship, Bible Study, Sunday School, and Church Conferences.

(d) ***Financial Support.*** All members of the Church shall support the programs and needs of the Church in proportion as the Lord shall prosper them (Mal. 3:10; I Cor. 16:1, 2; II Cor. 9:6-9), thereby acknowledging that any institution can stand or be of full service only in proportion as all of the members of the Church accept their responsibility of maintaining it. Consistent failure to honor the commitment of a member to support the Church financially will be considered as grounds for removal of a member.

(e) ***Formative Discipline.*** God has ordained that through the comprehensive and faithful preaching of His Word, the members of local churches be taught to walk so as to please him. The ministry of the church is to "Preach the word; be instant in season, out of season; reprove, rebuke, exhort with all longsuffering and doctrine" (II Tim. 4:2). In addition to this, the church must build up its members by the use of spiritual gifts of both young and old. If mutually sanctifying influences of the whole body, as taught in I Corinthians 12:12-27, be well understood, and every member be satisfied with his God-appointed place, we shall all "grow in grace, and in the knowledge of our Lord and Savior Jesus Christ" (II Pet. 3:18). We acknowledge that one's failure to respond properly to such formative discipline leads to the necessity of implementing corrective discipline.

(f) ***Corrective Discipline.*** Corrective discipline is necessary because of conduct or doctrine contrary to biblical standards. No offenses shall be brought before the Church until the instructions of the Lord Jesus Christ have been followed as outlined in Matthew 5:23, 24 and Matthew 18:15,16. Corrective discipline always aims for the glory of God, the welfare and purity of the local church and the restoration and spiritual growth of the offender.

(1) ***Suspension.*** There are occasions when a member's slackness in the performance of duty, disorderliness, and departure from the traditions and instructions of the Word of God require church discipline—but of a less severe nature than excommunication (see II Thess. 3:6, 11, 14-15). Nevertheless, serious offense may not be overlooked altogether lest God's enemies multiply their blasphemies, other saints be emboldened to sin, and the offender be harmed by a failure to test his/her own soul and appreciate the gravity of his/her offense.

Therefore, if a member's disorderliness requires discipline, the Church may suspend the member from church membership and publicly rebuke him through the Deacons at a duly called Church meeting.

The Church has the right and responsibility to suspend such a one by two-thirds majority of the members present and voting. This discipline consists of temporary suspension of rights to participate in the Lord's Table, to serve publicly in the Church, and to vote in Church meetings. The member is not to be treated as an enemy but admonished as a brother.

(g) ***Grounds for Discipline.*** Some grounds for exercising discipline, suspension of or excommunication from membership in the Church are as follows:

(1) There shall be an annual membership renewal for all members of the Church. Failure to renew will result in an automatic removal from the membership in the Church.

(2) Any member of the Church, who shall without reasonable cause willfully absent himself/herself from the regular services for a period of three (3) consecutive months, or fail to support the church financially for any such period without a reasonable basis, shall be suspended from active membership in the Church. The Pastor and Board of Deacon shall inquire, under appropriate circumstances, whether the suspended member is desirous of continuing membership in the Church, and committing to the responsibilities of Church membership.

(3) Unscriptural conduct (See Article Three, Section 12), failure to maintain membership requirements, or doctrinal departure from the Tenets of Faith and Doctrine, shall be considered sufficient grounds upon which any person may be disqualified as a member. Such discipline shall be prayerfully administered according to Scriptures (Matt. 18:15-17; Rom. 16:17; I Cor. 5:9-13; II Thess. 3:6).

The aforementioned grounds for discipline are examples of actions which may result in a disciplinary proceeding; these grounds are not the exclusive bases for disciplinary action.

(h) Members of this Church and all other professing Christians who regularly attend or fellowship with this Church who err in doctrine, or who engage in conduct that violates Scripture shall be subject to church discipline, including excommunication according to Matthew 18:15-18.

(i) The members of this Church, and all other professing Christians who regularly attend or fellowship with this Church, agree that there shall be no appeal to any court because of the dismissal or because of public statements to the Church during the last stages of church discipline. Members, who are under discipline by the Church, as defined in the previous paragraphs, forfeit and waive the right to resign from this Church. Resignations from membership are possible only by active members who are not under any disciplinary action.

(j) A member, non-member regular attendee, or other individual may be notified that he or she is not to be present upon Church premises for such a period of time as is deemed necessary for the safety and well-being of others on Church premises. Such required absence may, but need not, be concurrent with church discipline of that person.

(k) The Pastor, other members of the church staff and Board of Deacons are available for counsel and guidance of any member or non-member regular attendee. The attitude of members toward one another shall be guided by concern for redemption rather than punishment.

Discipline of a Church member shall be initiated by filing a formal accusation of a specific Church doctrine or policy. This matter shall be reviewed by the Pastor or designee and forwarded to the Board of Deacons for a recommendation for action. The possible actions are: counseling; education, discipline or no action (due to lack of a violation). The recommendation of the Board of Deacons shall be returned to the Pastor for a final decision. Disciplinary actions are to be handled in a confidential manner and will be kept in a confidential file by the Pastor or designee.

Discipline of a Deacon shall be initiated by filing a formal accusation of a specific church doctrine or policy. This matter shall be reviewed by the Chairperson of the Board of Deacons, taken before the Board of Deacons, and forwarded to the Pastor or designee for a recommendation for action. The possible actions are: counseling; education, discipline, no action (due to lack of a violation), or temporary suspension. The recommendation of the Board of Deacons shall be returned to the Pastor for a final decision. Disciplinary actions are to be

handled in a confidential manner and will be kept in a confidential file by the Pastor or designee.

Discipline of a member of the Board of Trustees shall be initiated by filing a formal accusation of a specific Church doctrine or policy. This matter shall be reviewed by the Chairperson of the Board of Trustees, taken before the Board of Trustees, and forwarded to the Pastor or designee for a recommendation for action. The possible actions are: counseling; education, discipline, no action (due to lack of a violation), or temporary suspension. The recommendation of the Board of Deacons shall be returned to the Pastor for a final decision. Disciplinary actions are to be handled in a confidential manner and will be kept in a confidential file by the Pastor or designee.

The types of disciplinary action included, but are not limited to counseling; education: requirement for reimbursement of funds, materials, etc.; removal from church office, ministry leadership position or other positions; placement on probationary membership status; involuntary termination of membership; referral for appropriate criminal charges. Any other actions must be specified and approved by the Church membership.

A disciple who is subjected to disciplinary action may appeal that action to the Pastor or designee. The decision on this appeal is final. The disciple must accept the decision or risk termination of membership for a serious violation of Church doctrine or policy.

Section 12. Reinstatement. The Church must restore to fellowship in full forgiveness those persons who show satisfactory evidence of repentance (II Cor. 2:6-8). Persons shall be restored at a duly called Church meeting upon recommendation of the Pastor and Board of Deacons and two-thirds majority of the members present and voting.

On written request, signed and filed with the secretary, by any former member of the Church, the Church may reinstate such former member (on such terms as the Church deems appropriate) by the affirmative vote of two-thirds (2/3) of the members present at a duly called Church Conference. If membership was terminated pursuant to Church discipline, then membership shall be restored according to Article V, Section 9(f)(3) of these bylaws. To be reinstated, the member must complete the orientation process.

Section 13. Dedication of Children. Parents who are active members of this church desiring publicly to acknowledge their child as a gift from God may have their child dedicated at a celebration service. The service will be scheduled by the Pastor or designee during regular worship service.

The dedication service will serve as a pledge on the part of the parents to bring the child up in the nurture and admonition of the Jesus Christ and for the congregation to provide watchcare for the child until such time the child publicly makes a confession of faith, is baptized and becomes an active member. The Church encourages children age 12 to confess sins, be baptized and make application for Church membership.

Section 14. Membership Roll. The Church Secretary shall maintain a current roll of all individuals who have been received as a member of this Church. The Church Secretary in consultation with the Deacons, Pastor and the Membership Committee shall annually advise the Church on the status of each member. The Membership Committee shall define the procedure for membership change notification and/or removal and the procedure for appeal of a membership status change. Only active members and sustaining members shall have voting privileges in any meeting of the Church.

Reinstatement of an inactive member shall occur with a renewal of covenant with the Church in a public service of worship.

The membership roll shall distinguish between active membership, inactive membership,

probationary membership, a sustaining member, or a member in special watchcare status.

ARTICLE VIII CHURCH MEETINGS

Section 1. General Powers.

(a) The members of this Church, in their collective capacity as the Church Conference, shall constitute the governing body, and shall conduct and transact the business of the Church during quarterly, or special, business meetings.

Section 2. Regular Religious Services. The members of this Church shall meet for regular religious services. The day of the week and time for each regular religious service shall be established by the Church. The Pastor/President or his/her designee shall direct all religious services.

Section 3. Special Services. Revival services and any other Church meetings essential to the advancement of the Church's objectives shall be placed on the Church calendar.

Section 4. Regular Business Meetings. The Church shall hold regular business meetings (Church Conferences) quarterly at a time designated by the Pastor or the Deacon Board.

Section 5. Special Business Meetings. The Church may conduct call business meetings (Church Conferences) to consider matters of special nature and significance. A special Church Conference meeting may be called by the Pastor, or the Chairman of the Board of Deacons with a concurrent two thirds of the Deacons voting in favor of the call meeting. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

Section 6. Notice of Meetings. Notice of regular Church Conferences shall be given from the pulpit by the Pastor for two successive Sundays prior to the meeting. In addition thereto, notice shall be published in the regular Church bulletin for two successive Sundays prior to such meeting.

Notice of special Church Conferences shall be given from the pulpit at least fourteen (14) days prior to the meeting and shall also be published in the regular Church bulletin on the Sunday immediately preceding the meeting, unless extreme urgency renders such notice impractical. Notice shall include the subject, date, time, and place.

Section 7. Quorum. The quorum consists of the members who attend the Church Conferences, provided it is a stated meeting or one that has been properly called.

Section 8. Parliamentary Rules. The latest edition of Robert's Rules of Order, Revised is the authority for parliamentary rules of procedure for all business meetings (Church Conferences) of the Church.

Section 9. No Proxy Vote. Voting by proxy or by absentee ballot shall not be permitted.

Section 10. Absentee Ballot. The Board of Directors will determine if absentee voting shall be permitted. The absentee ballot must be turned into the Church Secretary's Office two (2) hours prior to voting.

Section 11 Presiding Officer The Church Moderator shall preside and facilitate all Church Conference Meetings. The Chairman of the Board of Directors, the Chairman of the Deacon Board, The Chairman of the Trustee Board, and the Pastor shall be the descending order of

individuals who serve in the absence of the Church Moderator.

ARTICLE IX BOARD OF DIRECTORS

Section 1. General Powers.

(a) The members of the Church, in their collective capacity as the Church Conference, shall conduct, manage and transact the business of the Corporation between Church Conferences through a duly elected Board of Directors.

(b) The Board of Directors is an agent of the Church Conference and, as such, is directly answerable to the Church Conference.

(c) The Board of Directors shall recommend to the Church conference suggested objectives and goals; review and coordinate ministry and program plans recommended by Church officers, the Church Council, and other Church organizations and committees and recommend to the Church Conference the use of leadership, calendar time, and other resources according to program priorities; and evaluate achievements in terms of Church objectives and goals.

(d) All non-emergency matters shall be referred to the Church Conference for approval or disapproval. The Board of Directors has authority to act without the prior approval of the Church Conference only in those emergency situations where approval of the Church Conference cannot be reasonably obtained.

(e) The Board of Directors shall act as legal agents of the Church in all business matters of legal responsibility regarding the purchase, improvement and legal title of Church property. However, the Board of Directors shall have no power to buy, sell, lease or transfer any property of the Church without a specific vote of the Church authorizing such action.

(f) The members of this Church, individually and in their collective capacity as the Church Conference, recognize (1) the Board of Directors, as leaders of the Church, having biblical authority and duty to manage the affairs of the Church (I Timothy 5:17) and (2) Church member's duty to submit and obey the Board of Directors on those matters mandated by the Lord Jesus Christ through Scripture (Hebrews 13:17).

(g) The Board of Deacons, Board of Trustees, Pastor/President shall all be accountable to the Board of Directors.

Section 2. Composition of the Board of Directors The Board of Directors of this church shall consist of fifteen (15) members including the Pastor/President. The Board of Directors shall be composed of the Pastor, Assistant Pastor, and the Chair Persons of the Deacon Board, Trustee Board and Church Council, and ten (10) at large disciples that will be duly elected by the Church Conference upon taking action on a report from the nominating committee.

Section 2a. Board Officers The Board of Directors shall elect its own officers including the Board President, Vice President, Secretary and other officers as needed, provided however that the Board President shall be one (1) of the ten (10) at large disciples who have been duly elected by the Church Conference. Board officers shall serve for a two (2) year term with elections to be held every other year in November.

Section 3. Qualifications. This Church recognizes that the Lord Jesus Christ, as head of the Church, rules and manages the affairs of this Church through those in whom He dwells (John 14:23; I Timothy 5:17). This Church further recognizes that the Lord Jesus Christ only dwells in those who love Him enough to keep His commands (John 14:23). Thus each member of the

Board of Directors of this Church must show evidence that the Lord Jesus Christ dwells within them and empowers them to keep his commands as described in I Timothy 3:1-7 and Titus 1:6-7. Specifically, each Director must be:

- (a) Blameless as a steward of God; above reproach (I Timothy 3:2; Titus 1:6-7);
- (b) If married, faithful to his or her spouse (I Timothy 3:2; Titus 1:6);
- (c) Temperate, sober, vigilant (I Timothy 3:2);
- (d) Sober-minded, prudent (I Timothy 3:2; Titus 1:8);
- (e) Of good behavior; orderly, respectable (I Timothy 3:2);
- (f) Given to hospitality (I Timothy 3:2; Titus 1:8);
- (g) Apt to teach; able to teach; able to exhort believers and refute false teaching (I Timothy 3:2; Titus 1:9);
- (h) Not given to wine (I Timothy 3:3; Titus 1:7);
- (i) Not violent; not pugnacious (I Timothy 3:3, Titus 1:7);
- (j) Patient, moderate, forbearing, gentle (I Timothy 3:3);
- (k) Not a brawler; uncontentious; not soon angry or quick-tempered (I Timothy 3:3; Titus 1:7);
- (l) Not covetous; not a lover of money; not greedy of base gain (I Timothy 3:3, Titus 1:7);
- (m) Able to rule well his or her own house—his or her children are faithful, not accused of rebellion to God (I Timothy 3:4; Titus 1:7);
- (n) Not a novice; not a new convert (I Timothy 3:6);
- (o) A person of good report or reputation with outsiders (I Timothy 3:7);
- (p) Not self-willed (Titus 1:7);
- (q) One who loves what is good (Titus 1:8);
- (r) Just, fair (Titus 1:8);
- (s) Holy, devout (Titus 1:8); and,
- (t) Self-controlled (Titus 1:8).

Any member of the Board of Directors must have also been a member of the Church for at least two (2) years.

Section 4. Term. The term of membership for the ten (10) elected board members will serve shall be for two (2) years. A board member may be elected for two consecutive terms after which, the board member must leave the board for at least one (1) term before being elected to the board again. Provided, however, that to ensure that at least half of the board rotates every four (4) years, six (6) of the initial board members shall serve the initial two (2) year term only.

Section 5. Regular Meetings. A regular meeting of the Board of Directors shall be held quarterly. The Board of Directors may provide, by resolution, the time and place for holding additional regular meetings without other notice than such resolution. Additional regular meetings shall be held at the principal office of the Church in the absence of any designation in the resolution.

Section 6. Special Meetings. Special Meetings of the Board of Directors may be called by the Pastor/President or at the request of any two (2) Directors, and shall be held at the principal office of the Church or at such other place as the Directors may determine.

Section 7. Notice. Notice of the regular or any special meeting of the Board of Directors shall be given by written or oral notice to each Director, at least ten (10) days prior to the meeting. The

attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

Section 8. Action by Unanimous Written Consent Without Meeting. Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as the unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Bylaws of this corporation authorize the directors to so act, and such statement shall be prima facie evidence of such authority.

Section 9. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Directors are present at any meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 10. Board Decisions. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

Section 11. Vacancies, Additions, Elections and Removal. Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of Directors shall be filled by the Pastor/President with the advice and consent of a majority of the present Board of Directors. A member of the board of directors may be removed due to failure to attend two consecutive scheduled board meetings without providing a reasonable excuse, or the member may be removed for cause as a result of a change in active Church membership status. In the event a board member is charged with criminal misconduct, or engaged in other activity which discredits the member or the Church; the board may temporarily suspend the membership of that member, until resolution of the matter is documented by an appropriate authority.

Section 12. Compensation. Directors as such shall not receive any salaries for their services.

ARTICLE X OFFICERS & STAFF

Section 1. Officers. The officers of the Church shall be a Pastor/President, Vice President for Ministry Affairs, Vice President for Administration; Vice President for Financial Affairs, a secretary, a treasurer, a financial secretary, a moderator and such other officers as may be elected in accordance with the provisions of this Article. The Church may elect or appoint such other officers, including one or more assistant secretaries and one or more assistant treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Church. All who serve as officers of the Church and those who serve on Church committees shall be members of this Church.

Section 2. Election and Term of Office. The officers of the Church, except for the Pastor/President, shall be elected every two (2) years by the Church at its Annual Conference

Meeting. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as is convenient. New offices may be created and filled at any Church Conference. Each officer shall hold office until his successor has been duly elected and qualified.

2.1 Each year in the first Church Conference Meeting, a seven (7) member Church Nominating Committee shall be selected by the Board of Deacons, and approved by the Church membership.

2.2 Each Nominating Committee member shall serve staggered terms of two(2) years, so that three members are elected on even numbered years and four (4) elected on odd numbered years.

2.3 Members shall serve for no more than two consecutive years.

2.4 The Chair of the Nominating Committee shall be elected from among the committee members, and by the committee members to a one (1) year term.

2.5 Vacancies shall be filled by interim appointments by the Chair of the Board of Directors. The interim position shall be considered vacant and filled during the first yearly Church Conference Meeting.

2.6 The Nominating Committee shall prepare a slate of nominees for review and approval by the Board of Directors. The slate of officer nominees shall be presented to the Church for adoption. When the slate is rejected, an open election of officers shall be conducted.

Section 3. Employment Contract; Pastor/President. It is the express desire of the Church to employ the Pastor/President pursuant to an Employment Contract that specifically addresses the duties and responsibilities of the Pastor/President, and the terms and conditions of such employment. In the event that the Church and Pastor/President are able to execute an Employment Contract, to the extent that any term, provision or condition of any such contract conflicts with any part of these Bylaws, the language of the contract shall prevail. The Board of Deacons are charged with the responsibility of negotiating an Employment Contract with the Pastor/President which is comprehensive and in the best interest of the Church.

Section 4. Removal. Any officer may be removed by the Church whenever in its judgment the best interests of the Church would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Section 5. Vacancies. A vacancy in any office, except that of Pastor/President, because of death, resignation, removal, disqualification, or otherwise, may be filled by the Pastor, with the consent of the Board of Directors, for the unexpired portion of the term. In the event the vacant position being filled is that of the Pastor, the Church shall fill said position pursuant to Section 6 of this Article.

Section 6. Resignation, Removal of Pastor/President.

(a) **Resignation.** The Pastor may relinquish the office as pastor by giving at least one hundred eighty (180) days notice to the Church.

(b) **Removal for Cause.** The Pastor may be removed for cause pursuant to the terms of any Employment Contract existing between the Pastor and the Church. In the absence of any such contract, the provisions of these Bylaws shall govern the removal of the Pastor. In the event the Pastor shall have serious charges preferred against him/her or he/she ministry has ceased to be effective, the matter shall be brought to the Board of Directors. In the event the matter cannot be resolved at this meeting, power is vested in the Board of Directors and Deacons to come together with the Pastor to consider his/her removal. Upon recommendation of removal by a two-third (2/3) majority vote of the combined voting members of the Board of Directors, (not counting the vote of the Pastor/President) and Deacons, this matter shall be referred to the members of the Church for a vote. A greater than two-third (2/3) majority vote of the voting members of the Church present at the Church Conference shall be required for removal. The Chair of Board of Deacons or some other

person designated by agreement of the Board of Directors and Deacons shall represent the Board of Directors and Deacons and chair the meeting of the voting members of the Church.

(i) **Order of Business.** The order of business of the Church Conference shall be as follows:

- a. Roll call;
- b. Presentation of evidence by the combined boards;
- c. Presentation of case by Pastor or his/her designee;
- d. Rebuttal evidence presented by combined boards;
- e. Testimony from members of the Church for vote.

(ii) Except in instances of gross misconduct by the Pastor so excluded from office, the Church will compensate the Pastor with not less than three-twelfth (3/12) of he/she total annual compensation. The termination shall be immediate and the compensation shall be rendered in not more than thirty days.

(c) **Pastoral Recruitment and Confirmation.** In the event the Pastor shall resign or be removed, a special committee shall be appointed by the Church Conference to recruit and present a candidate to the Church Conference for Pastor/President. This committee should consist of 5-7 members. This process shall be spiritually directed and accomplished as expeditiously as possible. In choosing a Pastor, the church shall look for characteristics as set forth in the following scriptures: I Timothy 3:17, Titus 1:7-9, I Corinthians 13:4-8, Galatians 5:22-26, Ephesians 4:11-13. A Pastor must be called from God to pastoral ministry.

(i) **Presentation.** Upon recommendation of the special committee, the pastoral-presidential candidate shall be presented to the combined boards for their approval and recommendation.

In the event two-thirds (2/3) of the combined boards (Deacons, Trustees and Directors) shall approve said candidate, this matter shall be referred to the Church Conference for a vote.

(ii) **Final Approval.** In the event a candidate for Pastor/President is approved by the combined boards, the membership of the Church shall be called together to vote, by secret ballot, on said candidate. Two-thirds (2/3) majority vote of the members present shall be required to elect said candidate to office.

(d) **Notice.** A special notice procedure for all meetings referenced in this article shall apply as follows:

(i) Seven (7) days notice in writing shall be provided for a combined board meeting. Notice shall be given to each member of each board and to the present Pastor/President.

(ii) Notice to the membership of the Church of any membership of the Church meetings shall be given orally at each Sunday service at least fourteen (14) days prior to such meeting and in writing by placing the announcement of said meeting in each Sunday bulletin during the same time frame.

(e) **Quorum.** A majority of the total members of the boards shall constitute a quorum for their combined meetings as set forth in Article Eight, Section 6. A quorum for the membership of the Church meetings (Church Conferences) as set forth in this Article Eight, Section 6 shall consist of a majority of those active members of the Church present and voting.

Section 7. Powers of Officers.

(a) **The Pastor/President:** The Church finds its headship under the Lord Jesus Christ as the "Good Shepherd." The Pastor/President shall be called to be the Lord's Under-Shepherd for this Church. As the Lord's Under-Shepherd, the Pastor/President shall be the chief executive officer of

the Church. He or she shall be a continuing member of the Board of Directors. He or she shall have general management of the business of the Church and general supervision of the other officers. He or she shall preside at all meetings of the Board of Directors and see that all orders and resolutions of the Church are carried into effect. He or she (or their appointed designee) shall execute in the name of the Church all deeds, bonds, mortgages, contracts and other documents authorized by the Church. He or she shall be an ex-officio member of all Church auxiliaries, committees, ministries, and programs; and, he or she shall have the general powers and duties of supervision and management usually vested in the office of president or a corporation.

No person shall be invited to speak, teach or minister in the Church without his or her approval. He or she shall be designated attorney-in-fact for the Church by virtue of his/her office. He or she shall have the authority to appoint and approve any assistants that would be necessary to properly carry out the work of the Lord.

It shall be the Pastor's duty to conduct the worship services of the church. When the Pastor expects to be absent from the pulpit, he/she shall notify the Assistant Pastor and Chairperson of the Board of Deacons. In the event of the absence of the Pastor by reason of serious illness or other emergencies, or in the event of a vacancy in the office of Pastor, the Assistant Pastor shall be in charge of the pulpit.

(b) **Vice Presidents:** The Church shall have three vice presidents to include: the Vice President of Ministry Affairs, the Vice President for Administration and the Vice President of Financial Affairs.

Language herein regarding election of officers shall not apply to the Vice Presidents. Instead the Chair of the Deacon Boards shall serve as Vice President of Ministry Affairs, the Assistant Pastor shall serve as Vice President for Administration and the Chair of the Trustee Board shall serve as Vice President of Financial Affairs.

(c) **The Secretary:** The secretary shall attend all Church Conferences of the Church and act as secretary thereof and record all votes and the minutes of all proceedings in a book to be kept for that purpose. He or she shall perform like duties for the executive and standing committees when required. He or she shall give, or cause to be given, notice of all Church meetings when notice is required to be given under these bylaws or by any resolution of the Church. He or she shall have custody of the seal and authority to execute all authorized documents requiring a seal. He or she shall keep the membership rolls of the Church, and in general perform the duties usually incident to the office of secretary, and such further duties as shall from time to time be prescribed by the Church or the Pastor/President. All Church records shall remain property of the Church and shall be maintained in Church files. The Assistant Church Secretary shall perform the duties of the Secretary when absent or in the case of inability to serve, and shall otherwise assist the secretary whenever necessary.

(d) **The Treasurer:** The treasurer shall keep full and accurate account of the receipts and disbursements in books belonging to the Church, and shall deposit all moneys and other valuable effects in the name and to the credit of the Church in such banks and depositories as may be designated by the Church, but shall not be personally liable for the safekeeping of any funds or securities so deposited pursuant to the order of the Church. He or she shall disburse the funds of the Church as may be ordered by the Church and shall render to the Church, Pastor/President and Directors at the regular meeting of the Church, and whenever they may require, accounts of all his transactions as treasurer and of the financial condition of the Church. He or she shall perform the duties usually incident to the office of treasurer and such other duties as may be prescribed by the Church or by the Pastor/President.

(e) **Financial Secretary:** The Financial Secretary shall be responsible for collecting and depositing all funds received by the Church and shall keep and maintain accurate records of giving by members and others who contribute tithes and offerings. The Financial Secretary shall supervise those who collect, count and record monies received by the Church and shall provide for the depositing of funds in the Church's approved accounts, receive receipts to be given to the Treasurer. The Financial Secretary shall ensure that all personal contributions remain confidential. The Assistant Financial Secretary shall assist the Financial Secretary and assume the duties when there is an absence or inability to serve.

(f) **Moderator:** The Moderator shall be selected by the nominating committee and presented to the Church for election. The Pastor cannot serve as Moderator. The terms shall be for two (2) years. The Moderator will preside at all Church Conferences and Special Call Meeting. The Moderator should be familiar with Robert Rules of Order, Revised and all parliamentary procedures. The Moderator shall be responsible for coordinating with the Pastor/President to work jointly to implement plans for all meetings.

(g) **Delegating Powers to Other Officers:** In case of the absence of any officer of the Church, or for any other reason that may seem sufficient to the Church, the Church may delegate his/her duties and powers from the time being to any other officer, or to any Director.

Section 8. Qualification of Officers. All officers must meet the qualifications as stated in Article VII, Section 2. Additionally all officers must meet the following criteria:

- All Officers must be eighteen (18) years or older.
- All Officers must be a disciple for two (2) years or more before he/she can hold office or any leadership position.

Section 9. Removal of Officers for Cause. In the event that an officer shall have serious charges preferred against him/her or they have ceased to be effective, the matter shall be brought to the Board of Directors. In the event the matter cannot be resolved at this meeting, power is vested in the Board of Directors and Church Council to come together with the Pastor to consider his/her removal. Upon recommendation of removal by a two-third (2/3) majority vote of the combined voting members of the Board of Directors, (not counting the vote of the Pastor/President) and the Church Council, this matter shall be referred to the members of the Church for a vote. A greater than two-third (2/3) majority vote of the voting members of the Church present at the Church Conference shall be required for removal. The Chair of Board of Deacons or some other person designated by agreement of the Board of Directors and Church Council shall represent the Board of Directors and Church Council and chair the meeting of the voting members of the Church.

(i) Order of Business. The order of business of the Church Conference shall be as follows:

- a. Roll call;
- b. Presentation of evidence by the combined boards;
- c. Presentation of case by Pastor or his/her designee;
- d. Rebuttal evidence presented by combined boards;
- e. Testimony from members of the Church for vote.

Section 10. Church Staff

The Pastor and the Board of Directors shall determine such staff members as the Church shall need. A job description shall be written by the Personnel Committee and presented to the Pastor and Board of Directors for approval. Church staff will display exemplary spiritual maturity in keeping with the standards of the Church and will maintain active membership in the

Church.

Staff members may include (without limitations) ministerial associates, ministers of education, ministers of music, ministers of youth, the Church secretary/church clerk, musicians, the Church custodian(s), and contract employees. The staff shall be under the general supervision of the Pastor. Staff members shall be selected by the Pastor, and their appointment and employment shall be subject to approval by the Church membership in a regular Church conference meeting. Each paid staff member shall be under contract and shall give at least two weeks' notice prior to resignation.

ARTICLE XI

COMMITTEES, DEACONS, TRUSTEES, CHURCH COUNCIL AND MINISTRIES

Section 1. Standing Committees

The standing committees of this Church shall be a nominating committee, and a finance committee. The Church shall create such other regular and special committees as may be added by the amendment procedures prescribed within these bylaws. All Church committee members shall be recommended by the Church nominating committee and elected by the Church unless otherwise specified within these bylaws. Committee members shall serve on a three-year rotating basis with one third to be elected each year.

(a) **The Nominating Committee.** The nominating committee coordinates the staffing of all Church leadership positions filled by volunteer workers, unless otherwise specified herein. Persons considered for any such positions shall first be approved by the nominating committee before they are approached for recruitment. The nominating committee shall present to the Church for election all who accept the invitation to serve.

(b) **The Finance Committee.** The Finance Committee develops and recommends an overall stewardship development plan, a unified Church budget, and budget subscription plans. It advises and recommends in the administration of the gifts of Church members and others, using sound principles of financial management. It works with the Treasurer and Financial Secretary in the preparation and presentation to the Church of required reports regarding the financial affairs of the Church.

(c) **The Membership Committee.** The Membership Committee, in consultation with the Pastor and Board of Deacons shall establish a mechanism for the discipline of Church members. The Membership Committee will be made up with a member from the Board of Deacons, Board of Director, Church Council, Trustee Board and a member at large.

Section 2. Other Committees. Included but not limited to the personnel committee, other committees, not having and exercising management authority of the Church, may be designated by a resolution adopted by a majority of the voting members present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the Church and the Pastor shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the Church shall be served by such removal.

Section 3. Board of Deacons

Subsection I. Purpose and Qualifications

1.1 The primary purpose of Deacons shall be to serve the Church, to minister to the spiritual and physical needs of disciples.

1.2 Each Deacon shall work closely with the Pastor(s) in the following areas of Church life: worship, the spiritual life of members, new members, membership maintenance, visitation, bereavement, benevolence and pastoral relations.

1.3 Each Deacon shall be capable of sharing the vision of the Church; cultivate support and membership for ministries; and provide direction to disciples.

1.4 The Deacon shall respond to Church members in need of financial and other assistance, and use funds available to the Board for benevolent relief. The Deacon shall assist the ministers as requested to assist the sick and needy and support the spiritual welfare of the Church.

1.5 Deacons shall provide oversight and be good stewards with respect to the finances of the Church. Each Deacon shall be faithful to the Scriptural qualifications for selection, nomination and ordination.

1.6 The Nominee for Deacon must be called by the Holy Spirit (Acts 20:28) and meet or exceed the following scriptural standards:

- a. be above reproach
- b. be temperate
- c. self-controlled
- d. respectable
- e. hospitable
- f. able to teach (I Timothy 3:2, Titus 1: 7-8)

1.7 Able to exhort and refute with sound doctrine (Titus 1:9)

- a. be sober
- b. gentle
- c. un-contentious
- d. free from the love of money (I Timothy 3: 3, Titus 1:7)
- e. have a well managed family under control with dignity and children who are not rebellious (I Timothy 3::4, Titus 1:6).

1.8 Have genuine faith (I Timothy 3:6)

- a. Be a **Tither**

1.9 Have a good reputation with those outside the Church (I Timothy 3:7)

- a. be with one living wife (a person who has repented of a prior divorce and remarried shall not be deemed to have more than one wife (I Timothy 3:2, Titus 1:6).

1.10 The nominee for Deacon must meet or exceed the following scriptural standards:

- a. is reputable and full of the Holy Spirit and wisdom (Acts 6:3)
- b. sincere
- d. sober
- e. honest
- f. above reproach (I Timothy 3: 8-9)

1.11 is tested and of proven character (I Timothy 3:10)

- a. is with one living *spouse*
- b. *spouse* must be temperate and worthy of respect (I Timothy 3:11).

1.12 have a well managed family (I Timothy 3:12).

Sub Section II. Steps in the nomination, candidate selection and ordination process:

1.1 The seven (7) steps for selection, ordination and service as a Deacon shall include: (1) Nomination, (2) Review of nomination, background checks and certification of candidates by the Board of Deacons and Pastor, (3) Interview with certified candidates for Deacon, (4) One (1) year period of observation, service and assessment of suitability for ordination, (5)

Recommendation to the Church as candidates for Deacon Ordination, (6) Ordination, (7) Service.

1.2 Nominations for Deacon shall be made by the Board of Deacons, the Pastor and Ordained Associate Ministers. Written nominations shall be submitted to the Chairman the Board of Deacons.

a. The Board of Deacons shall review each nomination submitted and conduct a check of the applicant's background and current status as a Church member/disciple. The Board will certify each nominee is reputable and filled with the Holy Spirit, and wisdom; has been tested and proven of character, has a well managed family or is subject to a one (1) year period of observation, Church service work with the Board. The Board and Pastor(s) will confer to determine which nominees move to the third step.

b. A separate Interview with each candidate will be conducted to review with the candidate the qualifications, duties, role and responsibilities of a Deacon. The candidate will be asked if he/she is willing to go forward in the candidate for Deacon process. Candidates who are not selected for immediate ordination, and who are not disqualified shall be advised they are candidates for ordination subject to the successful completion of a one year period of observation.

c. Candidates selected for the one year period of observation shall be required to perform Church work and service and meet and report as a group to the Board each month on their activities and involvement. Candidates will be involved in Church activities under the direction of the Board and Pastor(s). Work activities during the period of observation should include opportunities to participate in all phases of Church life, to include, worship, the spiritual life of members, evangelism, stewardship, Church outreach, new member activity, membership maintenance, visitation, bereavement, benevolence, and pastoral relations. During the period of observation and service the Board shall assess the candidate's suitability for service as a Deacon. The Board and the Pastor(s) may terminate a candidate who proves unsuitable. A candidate may withdraw from consideration during this period. The group of candidates shall meet under the supervision of the Board Chairman or his/her designee. Conflict with other candidates shall be a consideration for termination of candidacy. A candidate who is released from consideration or who withdraws shall meet with the Board to discuss the reasons/issues or causes which terminated candidacy for ordination as a Deacon.

d. Candidates who successfully complete the period of observation shall be recommended to the Church as candidates for ordination by the Board of Deacons and the Pastor(s).

e. A service of ordination shall be planned 60 days after the Church has voted to accept the recommendation of the Board of Deacons and the Pastor. Candidates for ordination shall not serve as Deacons until the conclusion of the service of ordination to include prayer and laying on of hands. The Ordination Service shall involve the Church, ordained Deacons from surrounding Churches, the Family and community of candidates for ordination. A Bible, Hymnal and a framed Certificate of Ordination shall be provided each ordained Deacon. Deacons ordained by other Churches must be elected by the Church to serve as a Deacon. An ordained Deacon from another Church will not be eligible to serve as a Deacon until he/she is well known by the people of the Church. The Board of Deacons and Pastor may use appropriate steps in this procedure to recommend Church approval of an ordained Deacon from another Church.

1.3 A Deacon shall serve until:

a. Resignation (written notice to the Pastor and/or Chairperson of the Board)

- b. Becomes incapacitated
- c. Is suspended by action of the Board of Deacons and the Pastor, removed upon approval of the Church, unless candidate(s) ask to go before the Church
- d. A Deacon may be terminated by the Pastor and the Board if he/she fails to practice the requirements and is not faithful to the qualifications for the Office of Deacon.

1.4 The status of **Deacon Emeritus** shall be bestowed upon Deacons who because of age, health status or other incapacitation which limits or prevents Church and Board involvement. The status of Deacon Emeritus shall be recommended to the Church by the Pastor and Board of Deacons after consultation with the family and the nominee for emeritus status. A plaque conferring the Deacon Emeritus status shall be awarded in a planned and appropriate form of recognition.

Section 4. Board of Trustees

1.1 Trustees shall be active members of the Church, elected and installed in their office.

1.2 Trustees shall be responsible for the custody care and upkeep of the church facility and church property.

1.3 Trustees are selected by the Pastor and a majority vote of the Board of Deacons and recommended to the Church for approval.

1.4 Appointment to the Board of Trustees is a life time appointment, and remains continuous as long as the Trustee remains in good standing as a church member. The Pastor/President reserves the right to remove any Trustee he/she determines to be unfit to serve in the best interest of the church or its administration. This removal will be immediate and can be appealed to the Board of Deacons, the Board of Directors, and then the Church Conference.

1.5 The Chairman of the Board of Trustees shall be elected from among the Trustees and by the Trustees for a term of one (1) year. The Chairman shall serve for a period not to exceed two (2) consecutive terms.

1.6 The Board of Trustees may establish and elect other Board officers and Committees as required to carry out the functions and responsibilities of the Board.

1.7 The Trustee Board is not authorized to appoint or assign duties to Non-Trustee Board Members.

Subsection I Trustee Board Member Roles and Responsibilities

1.1 The Pastor and Board of Deacons may decide the number of Trustees required.

1.2 Trustee will provide care, maintenance and secure improvements for the property of the church, including buildings grounds and furnishings. This will include regular inspections of the property, establishing priorities of repairs and improvements, providing for regular servicing on all equipment and responding to emergency repairs.

1.3 Trustees shall bring before the Church Conference meeting any recommendation for alternations that are not covered in the Church budget.

1.4 Trustees are authorized to expend up to \$10,000.00 without prior church approval to make repairs, and/or purchases and respond to emergencies.

1.5 The Chairman of the Trustee Board or his designee shall be responsible for supervising the Church custodian, contract employees making building repairs or maintaining buildings and grounds.

1.6 The Trustees shall assure the church maintains appropriate liability insurance, property protection, bonding and workers compensation and review other insurance policies and maintain church buildings and grounds in a manner which limits liability and helps keep the cost of insurance at a minimum.

1.7 Trustees shall engage in Church stewardship activities; and may solicit, select and accept

memorial gifts.

1.8 The Board of Trustees in consultation with the Pastor/President shall establish a Finance Committee to oversee church finances, including preparation of the church budget, oversee budget and finance operations, review and approve non-budgeted request which are verifiable church expenses, and manage endowments, investment of church funds, and manage church loans and repayments. The Committee is to be composed of trustees and non trustee members/disciples of the church. The Pastor/President shall appoint these members for a four year term only. The Committee shall elect its own officers.

1.9 The Chairman of the Trustee Board shall serve on the Church Building Committee.

1.10 The Trustee Board shall establish and secure approval from the Church for guidelines on who can use the church property and at designated/itemized cost per function.

1.11 Trustees shall be responsible for church security, key control, key issuance, safety and safety inspections, and take appropriate actions to assure safeguarding the assets of the church.

1.12 The Trustees shall oversee the use and care of the facilities, and grant use of the church and/or fellowship hall for weddings and other events

1.13 Trustees are required to attend meetings of the Trustee Board and other meetings in the Church which require the attendance of Trustees.

1.14 The Chairman of the Trustee Board may designate Trustees to attend meeting of ministries and organizations of the church to insure each organization understands the role and responsibilities of the Trustees, Church stewardship, and the proper use and safeguarding of Church property.

1.15 Trustees shall oversee the Church cemetery and assure provisions are made for burials, the general maintenance and upkeep of the Church cemetery. Cost of graves for non-disciples should be set by the Board of Directors. Active disciples in good standing are entitled to grave sites at no charge. An opening and closing fee will apply. This fee will be determined by The Board of Directors, a member of the Board will inform the family of this responsibility. Fee must be paid up front by the family.

1.16 The Board of Trustees shall oversee the financial activities of the Church, to include the collection of tithes and offerings, special offerings.

1.17 Trustees will count funds collected and assure the accurate accounting, receipting, and distribution of funds in accordance to church policy and proper accounting procedures.

1.18 The Trustee Board shall maintain copies of financial records of the Church.

1.19 The Trustee Board will oversee the work of the financial and Assistant Financial Secretaries. These officers and the Church Treasurer shall be members of the Trustee Board.

1.20 The Trustee Board shall develop for church approval appropriate guidelines which govern the activities of the Board of Trustees.

1.21 Trustees responsible for the upkeep and operation of the church vehicles and renewal of license(s).

1.22 Trustees shall be responsible for all audiovisual equipment of the church. Trustees shall recruit a crew to assist with setting up and running the equipment when needed or train other church disciples in the set-up and operation of the equipment. The Trustees shall obtain training for the camera crew for recording Church services and submit the tapes to the financial secretary in a timely manner

1.23 A Trustee should be a **Tither**.

Section 5. Church Council. The Church Council shall assist the Board of Directors (1) to carry

out directives of the Church Conference, (2) to plan, coordinate, conduct, and evaluate the ministries and programs of the Church and its organizations.

The Church Council shall recommend to the Church Conference suggested objectives and church goals; review and coordinate ministry and program plans recommended by church officers, organizations and committees; recommend to the Church Conference the use of leadership, calendar time, and other resources according to program priorities; and evaluate achievements in terms of Church objectives and goals.

Regular members of the Church Council shall be the Pastor/President, other church staff, Directors of church program organizations and ministries, Chair of the Board of Deacons, Church Officers, and Chairmen of the standing committees of the Church.

The Church Council meeting is a mandatory meeting for all Ministry/Committee Chairperson.

All non-emergency matters agreed upon by the Church Council which call for action not already approved shall be referred to the Church Conference for approval or disapproval. The Church Council has authority to act without the prior approval of the Church only in those emergency situations where approval of the Church Conference cannot be reasonably obtained.

All Ministry/Committee Chairperson that are members of the Church Council should not have more than three (3) absences in the calendar year. The chairperson is expected to contact the Chairman of the Council in case of absence. The Assistant Chair of the Ministry/Committee should attend the council meeting to get the information.

If a Chairperson has more the three (3) absences, the chairperson forfeits his/her position on the council, which constitutes removal as chairperson of that ministry as well. (Absences will be excused if a notification is given and assistant or a representative is present at the meeting).

All Church Council Members should be a **Tither**.

Section 6. Church Ministries, Organizations, and Affiliations

All organizations within this Church shall exist to aid it in ministering to the members/disciples of the Church and to all persons who can be reached with the Gospel of Christ. An outgrowth of this Church's life, the organizations/ministries are subject to the oversight and direction of the Church. Each organization and it activities shall be reviewed and approved by the Board of Directors and registered with the Church Secretary. This Church at its church conference meetings shall approve policies and procedures which guide the activities of organizations within the Church. Organizations shall report to the Church Council, Church Conference, and the Pastor/President and file reports with the Church Clerk detailing heir work, membership and special activities. Business entities, e.g. day care, housing, contract services, not associated with the conduct of worship and the ministry of this church shall require separate articles of incorporation and shall not operate as an element of this church.

ARTICLE XII BASIC CHURCH PROGRAMS

Section 1. In General.

The Church shall maintain programs of Bible teaching; church membership training; church leader training; candidate for membership orientation; mission education, action, and support; and music education, training, and performance. All organizations related to the Church programs shall be under Church control, all officers being elected by the Church and reporting

regularly to the Church, and all program activities subject to Church coordination and approval. The Church shall provide the human resources, the physical resources, and the financial resources for the appropriate advancement of these programs.

Section 2. The Church School. The Church School shall be the basic organization for the Bible teaching program. Its tasks shall be to reach persons for Bible study; teach the Bible; witness to persons about Christ and lead persons into church membership; minister to Church School members and nonmembers; lead members to worship; interpret and under gird the work of the Church and the associations and denominations that the Church joins.

The Church School shall be organized by departments and/or classes, as appropriate for all ages, and shall be conducted under the direction of the Church School Director elected by the Church. The Church School Director shall meet the qualifications of Article VII, Section 2 above.

Section 3. Christian Education. The Christian Education Organization shall serve as the training unit of the Church. Its tasks shall be to equip church members for discipleship and personal ministry; to teach Christian theology and Christian doctrine, Christian ethics, Christian history, and church polity and organization; to equip leaders for service; and to interpret and under gird the work of the Church and the associations and denominations that the Church joins.

Christian Education training shall be organized by departments for all ages and conducted under the direction of a director. The Christian Education Director must meet the qualifications of Article VII, Section 2 above and shall be elected by the Church.

Section 4. The Women's Ministry. The Women's Ministry shall be the mission education, mission action, and mission support organization of the Church for women, young women, girls, and preschool children. Its tasks shall be to teach missions; engage in mission activities; pray for and give to missions; develop personal ministry; engage in personal witnessing; and interpret and under gird the work of this Church and the associations and denominations that the Church joins.

The Women's Ministry shall have a chairperson and such officers and organizations as the program requires. The Chairperson of the Women's Ministry must meet the qualifications of Article VII, Section 2 above and shall be elected by the Church.

Section 5. The Men's Ministry. The Men's Ministry shall be the mission education, mission action, and mission support organization of the Church for men, young men, and boys. Its tasks shall be to teach missions; engage in mission activities; pray for and give to missions; develop personal ministry; and interpret and under gird the work of this Church and the associations and denominations that the Church joins.

The Men's Ministry shall have a chairperson and such officers and organization as the program requires. The Chairperson of the Men's Ministry shall meet the qualifications of Article VII, Section 2 above and shall be elected by the Church.

Section 6. The Music Ministry. The Music Ministry, under the direction of the Music Minister, shall be the music education, training, and performance organization of the Church. Its tasks shall be to provide musical experiences in congregational services; develop musical skills, attitudes, and understandings; to witness and minister through music; and to interpret and under gird the work of this Church and the associations and denominations that the Church joins.

The Music Minister shall meet the qualifications of Article VII Section 2. The Church music program shall have such officers and organization as the program requires.

Section 7. Church Ministries and Auxiliaries. The Church shall establish ministries and auxiliaries to carry out the basic church programs. The church ministries and auxiliaries shall

have such minister, officers, and organization as required. All ministers shall meet the qualifications of Article VII, Section 2 above and shall be elected by the Church. All Chair of Auxiliaries shall meet the qualifications of Article VII, Section 2 above and shall be elected by the Church.

ARTICLE XIII MINISTERS

Section 1. Ordination and Licensing. The Church may ordain and/or license a person as minister of the Gospel after first examining the applicant's background, moral and religious character, and what previous Bible course and/or independent study applicant has received. Final determination shall be within the absolute discretion of the Church. (Refer to the Ministerial Credentialing Criteria section in the church's policy manual handbook).

Section 2. Limitation. The Church may, in the discretion of the Church, limit any licensee or ordainee to an area of special emphasis. The following areas are (although not intended to be inclusive) recognized by the Church:

- (a) Music;
- (b) Youth;
- (c) Christian education; and
- (d) Outreach ministry.

Section 3. Pastor/President. The Pastor/President shall be a licensed or ordained minister of the Gospel. Assistant or associate ministers may or may not be either licensed or ordained.

Section 4. Application. Application for ordination and/or licensing as a minister of the Gospel shall be on the form provided by the Church. An applicant's application shall be either approved or denied within thirty (30) days of the completion of the investigation of the applicant. Those applicants who are approved shall receive a certificate evidencing the approval. (Refer to the Ministerial Credentialing Criteria section in the Church's policy manual handbook).

Section 5. School of Ministry. The Church shall establish a School of Ministry, setting forth a prescribed curriculum and course of study leading to ordination and licensing of ministers. The School of Ministry shall prepare the student in the knowledge of the Word of God and in ministering to the needs of mankind through the Gospel of Jesus Christ.

ARTICLE XIV CHURCH FINANCES

Section 1. Checks, Drafts, or Orders. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Church shall be signed by such officer or officers, agent or agents of the Church, and in such manner as shall from time to time be determined by resolution of the Church. In the absence of such determination by the Church, such instruments may be signed by the Treasurer and the Pastor of the Church.

Section 2. Deposits. All funds of the Church shall be deposited from immediately following the service to the credit of the Church in such banks, trust companies, or other depositories as the Board of Directors may select.

Section 3. Gifts. The Pastor/President, Board of Directors and Trustees may accept on behalf of the Church any contribution, gift, bequest or devise for any purpose of the Church (Mal. 3:10; Luke 6:38; I Cor. 16:1; and II Cor. 9:6-8).

Section 4. Budget

The Finance Committee, in consultation with the Board of Directors, shall prepare and submit to the Church for approval an inclusive budget, indicating by items the amount needed and sought for all local and other expenses. Offering envelopes will be provided for members' use.

It is understood that membership in this Church involves financial obligation to support the Church and its causes with regular, proportionate gifts. Annually there shall be opportunity provided to secure worthy commitments of financial support from the Church members.

Section 5. Accounting Procedures

All funds received for any and all purposes shall pass through the hands of the Church Treasurer, or Financial Secretary, and be properly recorded on the books of the Church. Those who have responsibility that involves actual handling of funds shall be bonded, the church paying for the bond.

A system of accounting that will adequately provide for the handling of all funds shall be the responsibility of the Trustee Board.

**ARTICLE XV
INDEMNIFICATION OF FINANCE COMMITTEE MEMBERS AND CHURCH
TREASURER**

The Church shall indemnify any voluntary member of its Finance Committee, and its Treasurer, or any person who may have served at its request as a member of the Finance Committee, against and for any expense, fine, penalty, tax liability or similar item or cost, or the expense actually and necessarily incurred by him or her in connection with the defense of any action, suit or proceeding in which he or she is made a party by reason of being or having been such Finance Committee member or Treasurer, except in relation to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. "Negligence or misconduct in the performance of duty" shall not include mistakes in calculation, mistakes in filings or mistakes in connection with the processing or preparation of the Church's payroll, accounting or books and records unless any such mistake constitutes or otherwise is attributable to the gross neglect of such person in the performance of such person's duty as a member of the Church's Finance committee or as the Church's Treasurer.

The Church may also reimburse to any such member of the Church's Finance Committee, or the Church Treasurer the reasonable costs of settlement of any such action, suit or proceeding, including administrative proceedings involving the Church, brought by any government agency, if it shall be found by a majority of a committee composed of directors not involved in the matter in controversy (whether or not a quorum) that it is in the best interest of the Church that such settlement be made and that such Finance Committee member, or Treasurer, was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other right to which such Finance Committee member or Treasurer may be entitled under any bylaw, agreement or otherwise.

ARTICLE XVI
INDEMNIFICATION, INSURANCE AND LIABILITY
INDEMNIFICATION OF CHURCH PASTOR, OFFICERS,
DIRECTORS AND OTHER PERSONS

Section 1. The Church shall advance necessary funds or indemnify any person acting within the scope of the authority granted by the Church who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Church) by reason of the fact that the person is or was the Church's pastor, a director or officer of the Church, or is or was serving at the request of the Church as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by the person in connection with such threatened, pending or completed action, suit or proceeding. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Church, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

Section 2. The Church shall advance funds or indemnify any person who is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Church to procure a judgment in its favor by reason of the fact that he or she is or was a pastor, director or officer of the Church, or is or was serving at the request of the Church as a director, officer or representative of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by the person in connection with such threatened, pending or completed action or suit by or in the right of the Church.

Section 3. Indemnification under Sections 1 and 2 of this Article shall be automatic and shall not require any determination that indemnification is proper, except that no indemnification shall be made in any case where the act or failure to act giving rise to the claim for indemnification is determined by a court of competent jurisdiction to have constituted willful misconduct or recklessness.

Section 4. Expenses incurred in defending a civil or criminal action, suit or proceeding of the kind described in Sections 1 and 2 of this Article shall be paid by the Church in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking, by or on behalf of the person who may be entitled to indemnification under those Sections, to repay such amount unless it shall ultimately be determined that he/she is entitled to be indemnified by the Church.

Section 5. The Church may, at the discretion of and to the extent and for such persons as determined by the Church, (i) indemnify any person who neither is nor was the Church's pastor, a director or officer of the Church but who is or was a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (and whether brought by or in the right of the Church), by reason of the fact that the person is or was a representative of the Church, against expenses (including attorneys fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by the person in connection with such threatened, pending or completed action, suit or proceeding; and (ii) pay such expenses in advance of the final disposition of such action, suit or proceeding, upon receipt of an

undertaking by or on behalf of such person to repay such amount if it shall ultimately be determined by a court of competent jurisdiction that such person is not entitled to be indemnified by the Church.

Section 6. Any right to indemnification provided in this Article shall continue as to a person who has ceased to be a Pastor, director or officer of the Church and shall inure to the benefit of the heirs, executors and administrators of such a person.

Section 7. Nothing herein contained shall be construed as limiting the power or obligation of the Church to indemnify any person in accordance with applicable state law provisions as amended from time to time or in accordance with any similar law adopted in lieu thereof.

Section 8. The Church shall also indemnify any person against expenses (including attorney's fees), actually and reasonably incurred by him or her in enforcing any right to indemnification under this Article, under the Church's state nonprofit corporation law as amended from time to time or under any similar law adopted in lieu thereof.

Section 9. Any person who shall serve as the Church's Pastor/President, a director, officer, employee or agent of the Church or who shall serve at the request of the Church, as a director, officer, employee or agent of another corporation, joint partnership, joint venture trust or other enterprise shall be deemed to do so with knowledge of and in reliance upon the rights of indemnification provided in this Article, under applicable state law indemnification provisions as amended from time to time and in or under any similar law adopted in lieu thereof.

INSURANCE

Section 10. The Church shall have the power to purchase and maintain insurance on behalf of any person who is or was the Church's Pastor/President, a director, officer, employee or agent of the Church or is or was serving at the request of the Church as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his/her status as such, whether or not the Church would have the power to indemnify him or her against such liability.

LIABILITY OF OFFICERS AND BOARD MEMBERS

Section 11. To the fullest extent permitted by applicable state law, as now in effect and as amended from time to time, the Church's Pastor/President, or a director or officer of the Church shall not be personally liable for monetary damages for any action taken or failure to take any action, provided such action or omission was made in good faith and for the purpose of malfeasance.

ARTICLE XVII DIRECTORS' LIABILITY

Section 1. A director of the Church shall stand in a fiduciary relationship to the Church and shall perform his or her duties as a director, including his or her duties as a member of any committee of the Board upon which he or she may serve, in good faith, in a manner he or she reasonably believes to be in the best interests of the Church, and with such care, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances. In performing his or her duties, a director or committee member shall be entitled to rely in good faith on

information, opinions, reports or statements, including financial statements and other financial data, in each case prepared by any of the following:

(a) One or more officers or employees of the Church whom the director reasonably believes to be reliable and competent in the matters presented;

(b) Counsel, public accountants or other persons as to matters which the director reasonably believes to be reliable and competent in the matters presented;

(c) A committee of the Board of Directors upon which he or her does not serve, duly designated in accordance with law, as to matters within its designated authority, which the director reasonably believes to merit confidence.

Section 2. The Church's Pastor/President or director shall not be considered to be acting in good faith if he or her has knowledge concerning the matter in question that would cause his or her reliance to be unwarranted.

Section 3. In discharging the duties of their respective positions, the Pastor/President, the Board of Directors, committees of the Board of Directors and the individual directors thereof may, in considering the best interests of the Church, consider the effects of any action upon employees, suppliers and customers of the Church and upon communities in which offices or other establishments of the Church are located, and all other pertinent factors. The consideration of those factors shall not constitute a violation of this section.

Section 4. Absent breach of fiduciary duty, lack of good faith or self-dealing, actions taken as the Church's Pastor/President, director or officer, or any failure to take any action shall presumed to be in the best interests of the Church. The Church's Pastor/President, director or officer of the Church shall not be personally liable for monetary damages as such for any action taken, or any failure to take any action, unless:

(a) The Pastor/President, officer or director has breached or failed to perform the duties of his or her office under this section or under the specific provisions of any employment agreement with the Church;

(b) The breach or failure to perform constitutes self-dealing, willful misconduct or recklessness.

Section 5. The provisions of this section shall not apply to:

(a) The responsibility or liability of the Church's Pastor/President, officer or director pursuant to any criminal statute; or

(b) The liability of the Church's Pastor/President, officer or director for the payment of taxes pursuant to local, state or federal law.

ARTICLE XVIII CONFLICTS OF INTEREST & INTERESTED DIRECTORS

Section 1. No contract or transaction between the Church and its Pastor/President or one or more of its directors or officers, or between the Church and any other corporation in which its Pastor/President or one or more of its directors or officers are also directors or officers or have a financial interest shall be void or voidable solely for such reason, or solely because the Pastor/President or director or officer is present or participates in the meeting of the Board which authorizes the contract or transaction, or solely because his, her, or their votes are counted for such

purpose, if:

(a) The material facts as to his or her interest and as to the contract or transaction are disclosed or known to the Board of Directors and the Chairman of the Board in good faith authorizes the contract or transaction; or

(b) The contract or transaction is fair as to the Church as of the time it is authorized, approved or ratified, by the Chairman of the Board of Directors.

Section 2. Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors which authorizes a contract or transaction in the preceding section. Notwithstanding the foregoing, interested directors shall be required to abstain from any such vote which gives the appearance of impropriety or implicates a pecuniary relationship between the Church and the director.

ARTICLE XIX CONTRACTS

The Church may authorize any officer or officers, agent or agents of the Church, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Church, and such authority may be general or may be confined to specific instances.

ARTICLE XX CHURCH EMPLOYMENT

Section 1. Loyalty. Any person considered for employment with the Church must be a member in good standing of the Church, and must remain as a member in good standing throughout any course of employment with the Church. Notwithstanding the circumstances of any Church employee's employment with the Church, the resignation, suspension or removal of any Church employee as a member of the Church shall automatically serve to suspend or terminate such person's employment with the Church, at the discretion of the Church's Board of Directors. All Church employees shall be notified in writing of such policy at the time of employment.

Section 2. Terms of Employment. In addition to subscribing to the Church's requirements for membership, all employees shall sign and acknowledge a statement of the Church's Tenets of Faith, Doctrine and Code of Discipline. All employees shall be bound by the conditions of such statement, and signature by an employee of the statement shall serve as an acknowledgment that any violation or transgression of any tenet or condition will subject the employee to the Church's disciplinary proceedings, including suspension, removal as a Church member and termination of employment. The Tenets of Faith and Doctrine, Code of Discipline, and description of Christian Life and Scriptural Conduct, address the Church's firmly established and sincerely held belief that unscriptural conduct is inconsistent with the religious tenets of the Church, cannot be tolerated and will serve as the basis of discipline for the membership and employment of the Church.

**ARTICLE XXI
BOOKS AND RECORDS**

The Church shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, committees having and exercising any of the authority of the Board of Directors, and any other committee, auxiliaries, and ministries and shall keep at the principal office a record giving the names and addresses of the Church members entitled to vote. All books and records of the Church may be inspected by any member or his/her agent for any proper purpose at any reasonable time.

**ARTICLE XXII
FISCAL YEAR**

The fiscal year of the Church shall be the calendar year.

**ARTICLE XXIII
CHURCH OPERATIONS MANUAL**

The Personnel/Policy Committee shall develop a church operations manual to include personnel and Church policies and procedures and organization charts depicting lines of responsibility in the administration of the Church. The manual shall be kept in the Church office and made available for use there by any member of the Church. The Church secretary shall maintain the manual. The Personnel/Policy Committee or the Board of Directors shall review the manual at least annually, with authority to recommend changes for the Church to consider. Any church member or Church organization may initiate suggested changes in the manual.

Addition, revision, or deletion of Church policies requires: (1) the recommendation of the Church officer or organization to whose areas of assignment the policy relates, (2) review by the Board of Director, and (3) approval by the Church.

Procedures may be added, revised, or deleted by: (1) recommendation of the Church officer or organization to whose areas of assignment the procedures relate, (2) review by the Board of Directors, and (3) approval of the Church.

**ARTICLE XXIV
DISSOLUTION**

Section 1. Upon the dissolution of the Church, the Board of Directors shall, after the payment of all the liabilities of the Church, dispose of all of the assets of the Church exclusively for the purposes of the Church in such manner, or to such organization or organizations organized and operated exclusively for the purposes of the Church in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall qualify as an exempt corporation or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or of the corresponding provisions of any future United States

Revenue Law) as the Board of Directors shall determine.

Section 2. No part of the net earnings of the Church shall inure to the benefit of, or be distributable to, its members, officers, trustees, or any person except that the Church shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments in the furtherance of the Church. Notwithstanding any other provisions of the Articles of Incorporation or these Bylaws of the Church, the Church shall not carry on any activity 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, as amended, (or by the corresponding section of any future Revenue Code of the United States of America) or (b) by a corporation, contributions of which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding section of any future United States Revenue Law).

ARTICLE XXV

SEAL

The Board of Directors shall provide a corporate seal, which shall be as set forth below.

ARTICLE XXVI

AMENDMENT OF BYLAWS

The Articles of Incorporation and these Bylaws may be altered, amended, or repealed, and new bylaws may be adopted by a two-thirds (2/3) majority vote of the Church members present at any regular or special call meeting. At least fourteen (14) days written advance notice of a meeting called for the purpose of altering, amending or repealing the Church's Bylaws or Articles of Incorporation shall be given to the Church.

Adopted by the full Board of Directors this _____ day of _____, _____.

Levi Burt - Chairman

Pamela Williams – Vice-Chairwoman

Mildred Keith - Secretary

