

Constitution & Bylaws

CONSTITUTION

NAME

The name of this non-profit church corporation shall be Grace Church of Alexandria (hereinafter referred to as “Grace Church” or the “Church”).

MISSION

Our Church exists to give glory to Christ our Head with the Spirit’s empowerment by knowing God, loving the body, and gathering worshipers for God.

STATEMENT OF FAITH

I. Of the Scriptures

We believe that the Holy Bible was written by men, divinely inspired, and is a perfect treasure of heavenly instruction; that it has God for its author, salvation for its end, and truth without any mixture of error for its matter; that it reveals the principles by which God will judge us; and therefore is, and shall remain to the end of the world, the true center of Christian union, and the supreme standard by which all human conduct, creeds, and opinions should be tried.

1. 2 Tim. 3:16-17; 2 Pet. 1:21; 1 Sam. 23:2; Acts 1:16; 3:21; John 10:35; Luke 16:29-31; Psa. 119:11; Rom. 3:1-2
2. 2 Tim. 3:15; 1 Pet. 1:10-12; Acts 11:14; Rom. 1:16; Mark 16:16; John 5:38-39
3. Prov. 30:5-6; John 17:17; Rev. 22:18-19; Rom. 3:4
4. Rom. 2:12; John 12:47-48; 1 Cor. 4:34; Luke 10:10-16; 12:47-48
5. Phil. 3:16; Eph. 4:3-6; Phil. 2:1-2; 1 Cor. 1:10; 1 Pet. 4:11
6. 1 John 4:1; Isa. 8:20; 1 Thess. 5:21; 2 Cor. 8:5; Acts 17:11; 1 John 4:6; Jude 3:5; Eph. 6:17; Psa. 119:59-60; Phil. 1:9-11

II. Of the True God

We believe that there is one, and only one, living and true God, an infinite, intelligent Spirit, whose name is Jehovah, the Maker and Supreme Ruler of heaven and earth, inexpressibly glorious in holiness, and worthy of all possible honor, confidence, and love; that in the unity of the Godhead there are three persons, the Father, the Son, and the Holy Spirit; equal in every divine perfection, and executing distinct but harmonious offices in the great work of redemption.

1. John 4:24; Psa. 147:5; 83:18; Heb. 3:4; Rom. 1:20; Jer. 10:10
2. Exod. 15:11; Isa. 6:3; 1 Pet. 1:15-16; Rev. 4:6-8
3. Mark 12:30; Rev. 4:11; Matt. 10:37; Jer. 2:12-13
4. Matt. 28:19; John 15:26; 1 Cor. 12:4-6; 1 John 5:7
5. John 10:30; 5:17; 14:23; 17:5, 10; Acts 5:3-4; 1 Cor. 2:10-11; Phil. 2:5-6
6. Eph. 2:18; 2 Cor. 13:14; Rev. 1:4-5; comp. 2, 7

III. Of Creation of Humanity

We believe that God created Adam and Eve, the first two human beings, male and female, in His own image. Men and women equally bear the image of God, but are not simply interchangeable. They have distinct yet complementary roles. God designed marriage to be an exclusive, lifelong covenant

relationship between one man and one woman in which the husband reflects the self-sacrificing love of Christ for His church and the wife reflects the loving submission of the church to Christ. Any sexual activity outside of this relationship is forbidden by our Creator. In the church, only men may serve as elders; however, both men and women are encouraged to serve Christ and to be developed to their full potential in the manifold ministries of the people of God.

1. Gen. 1:26-27; 9:6; Js. 3:9
2. 1 Cor. 11:7-12; Gal. 3:26-29
3. Mal. 2:14; Matt. 5:31-32, 19:1-12; Eph. 5:22-33; 1 Pet. 3:1-7
4. Gen. 2:21-24; 1 Cor. 6:9-20; Heb. 13:4
5. Lk. 10:38-42; Rom. 12:3-8; 1 Cor. 11:2-6; 1 Tim. 2:11-3:13

IV. Of the Fall of Man

We believe that man was created in holiness, under the law of his Maker; but by voluntary transgression fell from that holy and happy state; in consequence of which all mankind are now sinners, not by constraint, but choice; being by nature utterly void of that holiness required by the law of God, positively inclined to evil; and therefore under just condemnation to eternal ruin, without defense or excuse.

1. Gen. 1:27, 31; Eccl. 7:29; Acts 16:26; Gen. 2:16
2. Gen. 3:6-24; Rom. 5:12
3. Rom. 5:19; John 3:6; Psa. 51:5; Rom. 5:15-19; 8:7
4. Isa. 53:6; Gen. 6:12; Rom. 3:9-18
5. Eph. 2:1-3; Rom. 1:18, 32; 2:1-16; Gal. 3:10; Matt. 20:15
6. Ezek. 18:19-20; Rom. 1:20; 3:19; Gal. 3:22

V. Of the Way of Salvation

We believe that the salvation of sinners is wholly of grace, through the mediatorial offices of the Son of God; who by the appointment of the Father, freely took upon him our nature, yet without sin; honored the divine law by his personal obedience, and by his death made a full atonement for our sins; that having risen from the dead he is now enthroned in heaven; and uniting in his wonderful person the most tender sympathies with divine perfections, he is every way qualified to be a suitable, a compassionate, and an all sufficient Savior.

1. Eph. 2:5; Matt. 18:11; 1 John 4:10; 1 Cor. 3:5-7; Acts 15:11
2. John 3:16; 1:1-14; Heb. 4:14; 12:24
3. Phil. 2:6-7; Heb. 2:9, 14; 2 Cor. 5:21
4. Isa. 42:21; Phil. 2:8; Gal. 4:4-5; Rom. 3:21
5. Isa. 53:4-5; Matt. 20:28; Rom. 4:25; 3:21-26; 1 John 4:10; 2:2; 1 Cor. 15:1-3; Heb. 9:13-15
6. Heb. 1:8, 3; 8:1; Col. 3:1-4
7. Heb. 7:25; Col. 2:9; Heb. 2:18; 7:26; Psa. 89:19; Psa. 14

VI. Of Justification

We believe that the great gospel blessing which Christ secures to such as believe in Him is justification; that justification includes the pardon of sin, and the promise of eternal life on principles of righteousness; that it is bestowed, not in consideration of any works of righteousness which we have done, but solely through faith in the Redeemer's blood; by virtue of which faith His perfect righteousness is freely imputed to us of God; that it brings us into a state of most blessed peace and favor with God, and secures every other blessing needful for time and eternity.

1. John 1:16; Eph. 3:8
2. Acts 13:39; Isa. 3:11-12; Rom. 8:1
3. Rom. 5:9; Zech. 13:1; Matt. 9:6; Acts 10:43
4. Rom. 5:17; Titus 3:5-6; 1 Pet. 3:7; 1 John 2:25; Rom. 5:21
5. Rom. 4:4-5; 5:21; 6:28; Phil. 3:7-9

6. Rom. 5:19; 3:24-26; 4:23-25; 1 John 2:12
7. Rom. 5:1-3, 11; 1 Cor. 1:30-31; Matt. 6:33; 1 Tim. 4:8

VII. Of the Freeness of Salvation

We believe that the blessings of salvation are made free to all by the gospel; that it is the immediate duty of all to accept them by a cordial, penitent, and obedient faith; and that nothing prevents the salvation of the greatest sinner on earth, but his own inherent depravity and voluntary rejection of the gospel; which rejection involves him in an aggravated condemnation.

1. Isa. 55:1; Rev. 22:17; Luke 14:17
2. Rom. 16:26; Mark 1:15; Rom. 1:15-17
3. John 5:40; Matt. 23:37; Rom. 9:32; Prov. 1:24; Acts 13:46
4. John 3:19; Matt. 11:20; Luke 19:27; 2 Thess. 1:8

VIII. Of Grace in Regeneration

We believe that, in order to be saved, sinners must be regenerated, or born again; that regeneration consists in giving a holy disposition to the mind; that it is effected in a manner above our comprehension by the power of the Holy Spirit, in connection with divine truth, so as to secure our voluntary obedience to the gospel; and that its proper evidence appears in the holy fruits of repentance and faith, and newness of life.

1. John 3:3, 6-7; 1 Cor. 1:14; Rev. 8:7-9; 21:27
2. 2 Cor. 5:17; Ezek. 36:26; Deut. 30:6; Rom. 2:28-29; 5:5; 1 John 4:7
3. John 3:8; 1:13; James 1:16-18; 1 Cor. 1:30; Phil. 2:13
4. 1 Pet. 1:22-25; 1 John 5:1; Eph. 4:20-24; Col. 3:9-11
5. Eph. 5:9; Rom. 8:9; Gal. 5:16-23; Eph. 3:14-21; Matt. 3:8-10; 7:20; 1 John 5:4, 18

IX. Of Repentance and Faith

We believe that repentance and faith are sacred duties, and also inseparable graces, wrought in our souls by the regenerating Spirit of God; whereby being deeply convinced of our guilt, danger and helplessness, and of the way of salvation by Christ, we turn to God with unfeigned contrition, confession, and supplication for mercy; at the same time heartily receiving the Lord Jesus Christ as our Prophet, Priest and King, and relying on Him alone as the only and all-sufficient Savior.

1. Mark 1:15; Acts 11:18; Eph. 2:8; 1 John 5:1
2. John 16:8; Acts 2:37-38; 16:30-31
3. Luke 18:13; 15:18-21; James 4:7-10; 2 Cor. 7:11; Rom. 10:12-13; Psalms 51
4. Rom. 10:9-11; Acts 3:22-23; Heb. 4:14; Psalms 2:6; Heb. 1:8; 8:25; 2 Tim. 1:12

X. Of God's Purpose of Grace

We believe that election is the eternal purpose of God, according to which He graciously regenerates, sanctifies, and saves sinners; that being perfectly consistent with the free agency of man, it includes all the means in connection with the end; that it is a most glorious display of God's sovereign goodness, being infinitely free, wise, holy and unchangeable; that it utterly excludes boasting, and promotes humility, love, prayer, praise, trust in God, and active imitation of His free mercy; that it encourages the use of means in the highest degree; that it may be ascertained by its effects in all who truly believe the gospel; and that to ascertain it with regard to ourselves demands and deserves the utmost diligence.

1. 2 Tim. 1:8-9; Eph. 1:3-14; 1 Pet. 1:1-2; Rom. 11:5-6; John 15:15; 1 John 4:19; Hos. 12:9
2. 2 Thess. 2:13-14; Acts 13:48; John 10:16; Matt. 20:16; Acts 15:14
3. Exod. 33:18-19; Matt. 20:15; Eph. 1:11; Rom. 9:23-24; Jer. 31:3; Rom. 11:28-29; James 1:17-18; 2 Tim. 1:9; Rom. 11:32-36
4. 1 Cor. 4:7; 1:26-31; Rom. 3:27; 4:16; Col. 3:12; 1 Cor. 3:5-7; 15:10; 1 Pet. 5:10; Acts 1:24; 1 Thess. 2:13; 1 Pet. 2:9; Luke 18:7; John 15:16; Eph. 1:16; 1 Thess. 2:12
5. 2 Tim. 2:10; 1 Cor. 9:22; Rom. 8:28-30; John 6:37-40; 2 Pet. 1:10

6. 1 Thess. 1:4-10
7. Rom. 8:28-30; Isa. 42:16; Rom. 11:29
8. 2 Pet. 1:10-11; Phil. 3:12; Heb. 6:11

XI. Of Sanctification

We believe that sanctification is the process by which, according to the will of God, we are made partakers of His holiness; that it is a progressive work; that it is begun in regeneration; and that it is carried on in the hearts of believers by the presence and power of the Holy Spirit, the Sealer and Comforter, in the continual use of the appointed means, especially, the word of God, self-examination, self-denial, watchfulness and prayer.

1. 1 Thess. 4:3; 5:23; 2 Cor. 7:1; 13:9; Eph. 1:4
2. Prov. 4:18; 2 Cor. 3:18; Heb. 6:1; 2 Pet. 1:5-8; Phil. 3:12-16
3. John 2:29; Rom. 8:5; John 3:6; Phil. 1:9-11; Eph. 1:13-14
4. Phil. 2:12-13; Eph. 4:11-12; 1 Pet. 2:2; 2 Pet. 3:18; 2 Cor. 13:5; Luke 11:35; 9:23; Matt. 26:41; Eph. 6:18; 4:30

XII . Of the Perseverance of the Saints

We believe that such only are real believers as endure unto the end; that their persevering attachment to Christ is the grand mark which distinguishes them from superficial professors; that a special Providence watches over their welfare; and they are kept by the power of God through faith unto salvation.

1. John 8:31; 1 John 2:27-28; 3:9; 5:18
2. 1 John 2:19; John 13:18; Matt. 13:20-21; John 6:66-69; Job 17:9
3. Rom. 8:28; Matt. 6:30-33; Jer. 32:40; Psa. 121:3; 91:11-12
4. Phil. 1:6; 2:12-13; Jude 24-25; Heb. 1:14; 2 Kings 6:16; Heb. 13:5; 1 John 4:4

XIII. Of the Harmony of the Law and Gospel

We believe that the Law of God is the eternal and unchangeable rule of His moral government; that it is holy, just, and good; and that the inability which the Scriptures ascribe to fallen men to fulfill its precepts, arises entirely from their love of sin; to deliver them from which, and to restore them through a Mediator to unfeigned obedience to the holy Law, is one great end of the gospel, and of the means of grace connected with the establishment of the visible church.

1. Rom. 3:31; Matt. 5:17; Luke 16:17; Rom. 3:20; 4:15
2. Rom. 7:12, 7, 14, 22; Gal. 3:21; Psa. 119
3. Rom. 8:7-8; Josh. 24:19; Jer. 13:23; John 6:44; 5:44
4. Rom. 8:2, 4; 10:4; 1 Tim. 1:5; Heb. 8:10; Jude 20-21; Heb. 12:14; Matt. 16:17-18; 1 Cor. 12:28

XIV. Of A Gospel Church

We believe that a visible church of Christ is a congregation of baptized believers, associated by covenant in the faith and fellowship of the Gospel; observing the ordinances of Christ; governed by His laws; and exercising the gifts, rights, and privileges invested in them by His Word; that its only scriptural officers are bishops, and deacons, whose qualifications, claims, and duties are defined in the Epistles to Timothy and Titus.

1. 1 Cor. 1:1-13; Matt. 18:17; Acts 5:11; 8:1; 11:31; 1 Cor. 4:17; 14:23; 3 John 9; 1 Tim. 3:5
2. Acts 2:41-42; 2 Cor. 8:5; Acts 2:47; 1 Cor. 5:12-13
3. 1 Cor. 11:2; 2 Thess. 3:6; Rom. 16:17-20; 1 Cor. 11:23; Matt. 18:15-20; 1 Cor 5:6; 2 Cor. 2:7; 1 Cor. 4:17
4. Matt. 28:20; John 14:15; 15:12; 1 John 4:21; John 14:21; 1 Thess. 4.2; 2 John 6; Gal. 6:2; all the Epistles
5. Eph. 4:7; 1 Cor. 14:12; Phil. 1:27; 1 Cor. 12:14
6. Phil. 1:1; Acts 14:23; 15:22; 1 Tim. 3; Titus 1

XV. Of Baptism and The Lord's Supper

We believe that Christian baptism is the immersion in water of a believer in the name of the Father, and Son, and Holy Ghost upon profession of faith and evidence of regeneration; to show forth in a solemn and beautiful emblem, our faith in the crucified, buried, and risen Savior, with its effect, in our death to sin and resurrection to a new life; that it is prerequisite to the privileges of a church relation; We believe in the Lord's Supper, in which the members of the church, by the sacred use of bread and the cup, are to commemorate together the dying love of Christ; preceded always by solemn self-examination.

1. Acts 8:36-39; Matt. 3:5-6; John 3:22-23; 4:1-2; Matt. 28:19; Mark 16:16; Acts 2:38; 8:12; 16:32-34; 18:8
2. Matt. 28:19; Acts 10:47-48; Gal. 3:27-28
3. Rom. 6:4; Col. 2:12; 1 Pet. 3:20-21; Acts 22:16
4. Acts 2:41-42; Matt. 28:19-20; Acts and Epistles
5. 1 Cor. 11:26; Matt. 26:26-29; Mark 14:22-25; Luke 22:14-20
6. 1 Cor. 11:28; 5:1, 8; 10:3-32; 11:17-32; John 6:26-71

XVI. Of The Lord's Day

We believe that the first day of the week is the Lord's Day and is to be kept sacred to religious purposes by the devout observance of all the means of grace, both private and public, and by preparation for that rest that remaineth for the people of God.

1. Acts 20:7; Gen. 2:3; Col. 2:16-17; Mark 2:27; John 20:19; 1 Cor. 16:1-2
2. Exod. 20:8; Rev. 1:10; Psa. 118:24
3. Psa. 119:15
4. Heb. 10:24-25; Acts 11:26; 13:44; Lev. 19:30; Exod. 46:3; Luke 4:16; Acts 17:2, 3; Psa. 26:8; 87:3
5. Heb. 4:3-11

XVII. Of Civil Government

We believe that Civil Government is of Divine appointment, for the interests and good order of human society; that magistrates are to be prayed for, conscientiously honored, and obeyed; except only in things opposed to the will of our Lord Jesus Christ, who is the only Lord of the conscience, and the Prince of the kings of the earth.

1. Rom. 13:1-7; Deut. 16:18; 1 Sam. 23:3; Exod. 18:23; Jer.30:21
2. Matt. 22:21; Titus 3:1; 1 Pet. 2:13; 1 Tim. 2:1-8
3. Acts 5:29; Matt. 10:28; Dan. 3:15-18; 6:7-10; Acts 4:18-20
4. Matt. 23:10; Rom. 14:4; Rev. 19:16; Psa. 72:11; Psa. 2; Rom. 14:9-13

XVIII. Of the Righteous and the Wicked

We believe that there is a radical and essential difference between the righteous and the wicked; that such only as through faith are justified in the name of the Lord Jesus, and sanctified by the Spirit of our God, are truly righteous in His esteem; while all such as continue in impenitence and unbelief are in His sight wicked, and under the curse; and this distinction holds among men both in and after death.

1. Mal. 3:18; Prov. 12:26; Isa. 5:20; Gen. 18:23; Jer. 15:19; Acts 10:34-35; Rom. 6:16
2. Rom. 1:17; 7:6; 1 John 2:29; 3:7; Rom. 6:18, 22; 1 Cor. 11:32; Prov. 11:31; 1 Pet. 4:17-18
3. 1 John 5:19; Gal. 3:10; John 3:36; Isa. 57:21; Psa. 10:4; Isa 55:6-7
4. Prov. 14:32; Luke 16:25; John 8:21-24; Prov. 10:24; Luke 12:4-5; 9:23-26; John 12:25-26; Eccl. 3:17; Matt. 7:13-14

XIX. Of the World to Come

We believe that the end of the world is approaching; that, at that last day Christ will descend from heaven, and raise the dead from the grave to final retribution; that a solemn separation will then take place; that

the wicked will be adjudged to endless punishment, and the righteous to endless joy; and that this judgment will fix forever the final state of men in heaven or hell, on principles of righteousness.

1. 1 Pet. 4:7; 1 Cor. 7:29-31; Heb. 1:10-12; Matt. 24:35; 1 John 2:17; Matt. 28:20; 13:39-40; 2 Pet. 3:3-13
2. Acts 1:11; Rev. 1:7; Heb. 9:28; Acts 3:21; 1 Thess. 4:13-18; 5:1-11
3. Acts 24:15; 1 Cor. 15:12-59; Luke 14:14; Dan. 12:2; John 5:28-29; 6:40; 11:25-26; 2 Tim. 1:10; Acts 10:42
4. Matt. 13:49, 37-43; 24:30-31; 25:31-33
5. Matt. 25:35-41; Rev. 22:11; 1 Cor. 6:9-10; Mark 9:43-48; 2 Pet. 2:9; Jude 7; Phil. 3:19; Rom. 6:32; 2 Cor. 5:10-11; John 4:36; 2 Cor. 4:18
6. Rom. 3:5-6; 2 Thess. 1:6-12; Heb. 6:1-2; 1 Cor. 4:5; Acts 17:31; Rom. 2:2-16; Rev. 20:11-12; 1 John 2:28; 4:17

AFFILIATION

The government of the Church is vested in the body of baptized believers who compose it. As such, the Church is subject to the control of no other ecclesiastical body. Recognizing, however, the benefits of cooperation and mutual counsel, the Church may voluntarily affiliate with other churches of similar faith.

CHURCH COVENANT

Since we have been led by the Holy Spirit to receive Jesus Christ as our Lord and as the greatest treasure of our lives; and since, upon our profession of faith, we have been baptized in the name of the Father, the Son, and the Holy Spirit; we, the members of Grace Church of Alexandria, do most solemnly and joyfully affirm our covenant with one another.

Congregation

We will give precedence to gathering with the church in weekly corporate worship for teaching, Scripture reading, prayer, singing, and celebrating the sacraments of Baptism and the Lord's Table. This is God's command to us through which he provides for our comfort and spiritual health.¹

Communion

We will embrace our church family by pursuing spiritual relationships with other members, and we will protect unity and peace within our fellowship by submitting our preferences and desires to others in love. We will use our Spiritual gifts in love and humility for the benefit and building up of the body of Christ.²

Transformation

We will submit to the godly teaching and exhortation of the church's leaders and members. We will be honest about our own sin and repentant when we are confronted with it. When we discover others' sin, we will humbly admonish and entreat our brothers and sisters with loving concern to live holy and fruitful lives of faith and repentance.³

Intercession

We will devote ourselves to praying for Grace Church's members and leaders, that they would be effective servants of Christ in the church and in the world. We will pray for our governing officials, that they would promote peace and justice in our country and our communities.⁴

Compassion

We will contribute to the finances of Grace Church in order to assist in the spread of the gospel, remembering that where our treasure is, there will our heart be also.⁵ We will live sacrificially so that we

can help provide for the physical needs of those around us, especially our brothers and sisters in Christ. We will order our lives in a way that enables us to be hospitable and welcoming to our neighbor and to the stranger.⁶

Mission

We will endeavor to announce the good news about Jesus Christ to those around us and support Grace Church's efforts to spread the gospel to all the world. We will hold firmly to the Word of Life, and we will live in a manner that is consistent with the Truth and bears witness to the gracious reign of Jesus Christ.⁷

We have read the Articles, Constitution, and Bylaws including but not limited to those policies dealing with church discipline, conflict resolution and members' rights and responsibilities and holy covenant and agree to be bound by the Articles, Constitution, and Bylaws and accompanying policies and procedures.

1. 1 Cor. 11:17-34; Eph. 5:19; Heb. 10:19-25
2. Eph. 4:3; 5:21; Rom. 14; Col. 3:11
3. Matt. 5:23-24; Gal. 6:1-2; 1 Pet. 5:5; Heb. 13:17
4. 1 Tim. 2:1-8; Eph. 6:19; Col. 1:9-12
5. Matt. 6:21; 1 Cor. 16:1-2; 2 Cor. 9:6-8
6. Gal. 6:10; Rom. 12:13; Heb. 13:2; 1 Pet. 4:9; 3 Jn. 5-8
7. Matt. 28:18-20; Titus. 2:9-10

_____ Member's Signature _____ Date

AMENDMENTS

A proposed change to the Constitution will be submitted to the Board of Directors for consideration and recommendation. The Board may, by a majority of legal votes cast, present the proposed change and their recommendation to the Church at a regular or special members' meeting. The Constitution may be amended by a three-quarter (3/4) vote of legal votes cast, provided that:

- A.** The text of the proposed amendment has been presented at a previous members' meeting;
- B.** The text of the proposed amendment has been mailed, emailed, or otherwise been made available to the Church membership at least four (4) weeks before the meeting to consider the amendment; and
- C.** The proposed amendment has been announced at a previous regular worship meeting with at least one intervening regular worship meeting occurring before the amendment is considered.

BYLAWS

ARTICLE I. MEMBERSHIP

A. Membership Generally. The government of this Church shall be congregational with authority vested in the members, who shall hold title to all properties, and whose vote shall be final in all matters pertaining to the church. This church recognizes Christ Jesus as its true and only Head. Membership of this Church shall consist of such persons who have met the qualifications for membership listed below and are listed on the membership roll.

All present members of the unincorporated entity known as Grace Church of Alexandria shall, upon signing the Members Covenant agreeing to be bound by the Articles, Constitution and Bylaws of the new church corporation, become members of this incorporated Church. No member of this Church, or any officer nor member of the Board of Directors, shall, by virtue of such membership, office, or position, incur or be subject to personal liability to any extent for any indebtedness, obligation, act, or omission of this incorporated Church.

B. Qualifications. Membership shall be comprised of those who:

1. Make a personal profession of faith in Jesus Christ before an elder, or his designee,
2. Have been baptized in obedience to Christ following his or her conversion,
3. Have attended the membership class, and
4. Have signed the Membership Covenant, evidencing a willingness to submit to the counsel of the congregation.

C. Membership Process.

1. An elder shall evaluate the candidate. Upon their report, if the elders recommend a candidate for membership by a majority vote, the elders will give notice at a previous regular worship meeting with at least one intervening regular worship meeting occurring before a members' meeting in which a candidate is to be considered by the members for membership. Concerns and objections should be made known by any member to the elders.
2. A candidate for membership shall be accepted into membership by a majority vote at a members' meeting, after which, they will be added to the membership roll and will sign the Membership Covenant. The elders shall publicly rehearse the privileges and obligations of the new member as well as the obligations of the assembly to the new member. The membership will then commit to accepting the new member into this local assembly and to serving the new member. Notwithstanding and except as provided in Section D, Paragraph 2, a new member's membership in any other church is relinquished.

D. Classes of Membership

1. **Members:** All persons who have been received into membership of the Church, who are aged eighteen (18) years or older, who actively participate in the privileges and responsibilities of membership as prescribed in Section E of this Article, who are not Associate members, and whose membership privileges have not been limited through Church Discipline, shall have full and equal rights of voting and expression in the decisions of the Church and may hold elected positions within the Church.
2. **Associate Members:** Those persons who have not reached the age of eighteen (18) years or who have not given up membership in another church may be received into the membership of the Church as Associate members. Notwithstanding, the elders, for any good cause, may recommend a person for Associate membership. Associate members shall retain the same privileges and responsibilities as members, except they are not eligible to vote or be nominated for elected positions. Associate members may participate in the activities of the Church, must

abide by the Statement of Faith and Covenant of the Church, and are subject to Church Discipline under Section H of this article. Upon meeting the qualifications for membership as listed in Section B of this Article, candidates for Associate membership will be presented for a membership vote in accordance with Section C of this Article.

E. Privileges and Responsibilities.

1. Members are expected to gather regularly with this local church, attend its membership meetings, and contribute to the church's life with their God-granted abilities, time, and material resources.
2. Only members may serve in the ministries of the church; non-members may serve on an ad-hoc basis with the approval of the Board. Notwithstanding, non-members may serve the church for purposes of professional services.
3. A member, whose voting privilege has not been suspended as a result of Church discipline, shall have the privilege and responsibility of voting on the following matters (proxy voting is not permitted):
 - a. Annual Budget and any ten (10%) change in the Budget during the fiscal year;
 - b. Call/Dismissal of Lead Elder – two-third (2/3) majority vote/three-quarter (3/4) majority vote;
 - c. Call of additional Pastoral Staff;
 - d. Election of elders, deacons, and officers;
 - e. Questions of membership status;
 - f. Acquisition, transfer, or sale of real property and any related indebtedness – two-third (2/3) majority vote;
 - g. Merger or Dissolution of the Church – two-third (2/3) majority vote;
 - h. Sale of all or substantially all of the Church's assets – two-third (2/3) majority vote;
 - i. Amendments to Constitution – as stated;
 - j. Amendments to Bylaws – as stated; and
 - k. Any other major event or decision as designated by the Board.

All questions put to a vote before the membership shall be decided by a majority vote of legal votes cast unless otherwise stated in these Bylaws.

F. Members Care List

1. A members' Care List shall be kept by the elders and shall be reviewed with the assembly at member meetings as a means to bring particular members before the congregation for further attention and care.
2. The Care List is a list of members who need particular prayer or attention of the body for any reason so the congregation may minister to the needs of those members.

G. Termination of Membership.

Membership in this Church shall be terminated upon:

1. Death of the member;
2. Written request of the member to the Board resigning from membership and acceptance of the request by a majority vote of the membership at a members' meeting;
3. Written request of the member to the Board transferring membership to another church and acceptance of the request by a majority vote of the membership at a members' meeting; or
4. Dismissal of member by Church discipline.

The Church may refuse to accept the transfer of membership to another church or the resignation from membership of a member or associate member who is under church discipline.

H. Church Discipline and Restoration

It shall be the practice of this Church to pursue every reasonable measure for peace, reconciliation, and godliness. Should one member sin against another person or the Church, engage in unrepentant unbiblical conduct or unbiblical teaching, or unrepentantly live contrary to the Church's statement of faith or church covenant, the members and Board shall seek the repentance and restoration of the member. In a tender spirit, they shall follow the instruction given by the Lord in Matthew 18:15-20; 1 Corinthians 5:1-13; 2 Corinthians 2:5-11; 1 Thessalonians 5:12-15; and Galatians 6:1-4. The discipline process shall be handled prayerfully, carefully, and justly. The elders, deacons and members are available for counsel and guidance to the concerned or aggrieved member. The purposes of the practice described in this section are for:

1. The repentance, reconciliation, and spiritual growth of the member who has sinned (Psalm 119:115; 141:5; Proverbs 15:5, 17:10, 25:12, 27:5, 29:15; Ecclesiastes 7:5; Matthew 7:26-27, 18:15-20; Luke 17:3; Acts 2:40; 1 Corinthians 5:5; Galatians 6:1; 2 Thessalonians 3:6, 14-16; 1 Timothy 1:20; 2 Timothy 2:22-26; Titus 1:13-14; James 1:22);
2. The instruction in righteousness of and as an example for other Christians (Proverbs 13:20; Romans 15:14; 1 Corinthians 5:11, 15:33; Colossians 3:16; 1 Thessalonians 5:14 (note- this is written to the whole church, not just to leaders); 1 Timothy 5:20; Titus 1:11; Hebrews 10:24-25);
3. The purity of the church as a whole (1 Corinthians 5:6-7; 2 Corinthians 13:10; Ephesians 5:27; 2 John 10; Jude 24; Revelation 21:2);
4. The good of our corporate witness to non-Christians (Proverbs 28:7; Matthew 5:13-16; John 13:35; Acts 5:1-14; Ephesians 5:11; 1 Timothy 3:7; 2 Peter 2:2; 1 John 3:10);
5. Supremely for the glory of God by reflecting His holy character (Deuteronomy 5:11; 1 Kings 11:2; 2 Chronicles 19:2; Ezra 6:21; Nehemiah 9:2; Isaiah 52:11; Ezekiel 36:20; Matthew 5:16; John 15:8, 18:17, 25; Romans 2:24, 15:5-6; 2 Corinthians 6:14, 7:1; Ephesians 1:4, 5:27; 1 Peter 2:12).

The Church will look to the Board for the effective discipline of its members. If after private admonishment by the members or Board there is no repentance on the part of the offender, the Board will bring the matter to the attention of the members, call on the offender to repent, and may place the offender on the Care List. The members will pray for the offender and pursue the offender's repentance. The Board may limit the membership privileges of the offender until, in the Board's sole discretion, reconciliation and restoration are complete.

Only after good faith efforts by the members and the Board to bring about repentance and reconciliation have proven futile, the Board or its designees shall give notice to the member of the unrepentant sin and the time and place to address the charges. Discipline may include but is not limited to, censure, suspension, dismissal or any other biblical measure that the Board, by a majority vote, decides may bring about repentance (1 Corinthians 4:14, 5:2, 4-5; 11:27-32; 2 Thessalonians 3:14-15; 1 Timothy 1:20, 3:1-13, 5:19-20; 2 Timothy 2:25). If the Board recommends dismissal from membership after a period of time determined by the Board to be sufficient for repentance to have occurred, but repentance has not occurred, it shall be the responsibility of the members to affirm by a majority vote the dismissal of the offender from membership.

The elders shall bring the matter of restoration before the members when the disciplined offender's conduct and belief is determined to be in accordance with biblical repentance, the Statement of Faith, and Church Covenant. One who has been dismissed from membership by

church discipline shall be restored to full membership privileges upon a majority vote of the Board and a majority vote of the members, according to the spirit of 2 Corinthians 2:7-8.

Separate and apart from the process of church discipline but subject to the discretion and approval of the Board, an individual may be notified that they are not to be present upon church premises for such a period of time as is deemed necessary by the Board.

ARTICLE II. MEMBERSHIP MEETINGS

A. Worship Services. The Church shall regularly meet on the Lord's Day for public worship, prayer, preaching, and the ordinances. Worship services shall be open to the membership and the general public. Additional times and dates of worship services shall be determined and at the discretion of the Lead Elder and the Board.

B. Regular Member Meetings. Regular member meetings shall be scheduled at least quarterly throughout the year. Regular member meetings shall be scheduled for the first Sunday of each quarter, or at the discretion of the Board provided that such meeting meets the requirement of occurring quarterly. The first Regular member meeting scheduled in October shall be considered the Annual Meeting.

C. Special Member Meetings. Special member meetings of the Church may be called by the Lead Elder, the Board, or five (5%) percent of the membership for a stated purpose. Notice of Special member meetings shall be consistent with notices for Regular member meetings.

D. Notice for Members' Meetings. Whenever members are required or permitted to take action at a meeting, notice shall be given to members no less than two (2) weeks prior to a meeting. Notice shall include the date, time, place, and for special meetings, the purpose, of the meeting. Notice shall be given in two (2) or more of the following manners:

1. Distribution of written material at a regular worship service;
2. Announcement of the meeting in the Church order of worship;
3. Oral announcement to the congregation at a regular worship service;
4. Delivery by U.S. mail to each member as identified on the membership roll; and
5. By e-mail to the membership.

E. Moderator. The Lead Elder or his designee shall serve as the moderator for Church meetings. In the absence of the Lead Elder, the Board shall elect a moderator pro tem from among their membership who may designate another member to serve as moderator. The current edition of *The American Institute of Parliamentarians Standard Code of Parliamentary Procedure* governs this body in all parliamentary situations that are not provided for in the law, the constitution, or adopted rules. This body shall endeavor to maintain the unity of the Spirit throughout all members meetings.

F. Quorum. Ten (10%) percent of the membership of the Church present and voting at a member meeting duly noticed and called shall constitute a quorum of the membership. If a quorum is not met at that meeting, then another member meeting may be called with proper notice given. At the second meeting, a quorum shall consist of those members who attend the meeting. A decision of the members will be made by majority vote of those members present and voting, except where otherwise specified in these Bylaws

G. Minutes. Minutes of a Regular and Special Member Meeting shall be taken and kept in the records of the Church under the custody of the Secretary.

ARTICLE III. BOARD OF DIRECTORS

A. General Powers. The corporate powers of the church shall be exercised by or under the authority of the Board of Directors (hereinafter also referred to as the “Board” or the “Directors”). The powers, business and property of the Church shall be exercised, conducted and controlled by the Board for the purposes of every effort to direct the affairs of the Church with unanimous agreement. If, in the course of the decision-making process, the Board cannot unanimously agree, then the decision will be made by majority vote of legal votes cast of the Board members. The Board shall be responsible for the maintenance of Scriptural discipline within the Church and its membership.

B. Number, Term, and Election. The Board of Directors shall consist of the Lead Elder and the Board of Elders.

1. The lay members of the Board shall be elected by majority vote of the Members during the Annual Meeting. The lay members of the Board shall be limited to a three (3) year term, except as provided in paragraph 2, after which they may be re-elected to another term.
2. There shall be three annual classes of Board members so approximately one-third (1/3) of the members are up for election every third year to maintain continuity and make for a smooth transition within the Board. The classes shall be:
 - a. Class of 2016 (one year initial term)
 - b. Class of 2017 (two years initial term)
 - c. Class of 2018 (three years initial term)
3. The authorized number of the Board shall be such number as may from time to time be authorized by the Board, provided that such number shall not be less than two (2).
4. No less than fifty (50%) percent of the Board shall be lay members of the congregation and not related to paid staff.

C. Specific Powers and Duties. Without prejudice to the general powers set forth above, and subject to the same limitations, the Board members shall have the following duties and powers:

1. Establishing governing principles, policies and determining practices for the Church, including the creation and maintenance of policies and procedure manuals which shall contain all controlling policies and procedures governing any and all aspects of the Church’s affairs, including, but not limited to appointing a committee, committee task descriptions, policies regarding the handling of funds, use of facilities, and employment policies and practices;
2. Exercising oversight of the Church financial, business and property matters and providing counsel;
3. Hearing and considering all reports and recommendations required to be submitted to the Board ;
4. Assisting the Lead Elder in the administration of the Church ordinances and ministries;
5. Providing for the discipline of erring members and their reconciliation upon repentance;
6. Providing spiritual leadership for the Church when it is without a Lead Elder;
7. Functioning as a Lead Elder search committee at such time when the Church is without a Lead Elder;
8. Borrowing money and incurring indebtedness on behalf of the Church and cause to be executed and delivered for the Church’s purposes and in the Church’s name, promissory notes and other evidences of debt and securities;
9. Conducting such other duties and activities as the Board may determine from time to time that is consistent with the Articles of Incorporation, Constitution, and these Bylaws including those actions requiring a vote of the Members.

D. Vacancies. Notwithstanding the requirement in Section B, Paragraph 1 of this Article that an election of a Board member take place at the Annual Meeting, a vacancy on the Board because of death, resignation, removal, disqualification, or any other cause shall be filled by majority vote of the membership at a duly called members' meeting.

E. Resignation and Removal. Any Board Member may at any time deliver a written notice of intent to resign to the Lead Elder, which shall be effective upon acceptance by the Board. Except for the Lead Elder whose process for removal is outlined below, any Officer or Director may be removed at any time with or without cause when, in the sole judgment and discretion of the Board, it is determined by a two thirds (2/3) majority vote of the Board members at a duly called meeting that such Board Member should no longer serve on the Board.

F. Transactions with Interested Parties. A contract or other transaction between the Church and one or more of its Board Members, Elders, Deacons, or family members thereof (hereinafter "Interested Party"), or between the Church and any other entity, of which one or more of the Church or its Board Members, Elders, Deacons, are also Interested Parties, or in which entity is an Interested Party has a financial interest – shall be voidable at the sole election of the Church unless all of the following provisions are satisfied:

1. The Church entered into the transaction for its own benefit;
2. The transaction was fair and reasonable as to the Church, or was in furtherance of its exempt purposes at the time the Church entered into the transaction;
3. Prior to consummating the transaction, or any part, the Board authorized or approved the transaction, in good faith, by a vote of a majority of the Directors then in office, without counting the vote of the interested Director or Directors, and with knowledge of the material facts concerning the transaction and the Interested Parties' interest in the transaction; and
4. Prior to authorizing or approving the transaction, the Board, in good faith, determined after reasonable investigation and consideration, that either the Church could not have obtained a more advantageous arrangement, with reasonable effort under the circumstances, or the transaction was in furtherance of the Church's tax-exempt purposes.

Common or interested Board Members may not be counted in determining the presence of a quorum at a meeting of the Board (or a committee thereof) which authorizes, approves, or ratifies such contract or transaction. Notwithstanding, no loan shall be made by the Church to any of its Board Members, Elders, Deacons, or Members.

G. Conflicts of Interest Policy. The Board shall adopt a Conflicts of Interest Policy that will provide for full disclosure of material conflicting interests by Board Members, Elders, Deacons, Officers, or employees. This Policy shall permit the Board to determine whether the contemplated transaction may be authorized as just, fair and reasonable to the Church.

H. No Compensation for Directors. No salary or compensation shall be paid to any member of the Board in his capacity as Member of the Board, but nothing herein shall be construed to preclude any Board Member from serving the Church in any other capacity and receiving reasonable compensation. Moreover, a Board member may receive reasonable reimbursement for travel and other approved expenses upon request and written documentation submitted to the Board.

ARTICLE IV. BOARD MEETINGS

A. Place of Meetings. Regular or special meetings of the Board Members may be held at any place that has been designated from time to time by resolution of the Board Members. In the absence of such designation, meetings shall be held at the principal office of the Church. Notwithstanding the above

provisions of this section, a regular or special meeting of the Board Members may be held at any place consented to in writing by all of the Board Members, either before or after the meeting. If such consents are given, they shall be filed with the minutes of the meeting.

B. Times and Notice of Meetings. Regular meetings shall be conducted on a no less than quarterly basis and with notice by any usual means of communications. Special meetings may be called at other times by the President with two (2) days' notice to the Board Members by any usual means of communication. Such notice need not specify the purpose for which the meeting is called.

C. Waiver of Notice. The transactions of any meeting of the Board Members, however called and noticed or wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice, if a quorum is present, and either before or after the meeting, each of the Board Members not present signs a written waiver of notice, a consent to holding the meeting, or approves the minutes, by signing the original copy. The waiver of notice or consent shall specify the purpose of the meeting. All waivers, consents and approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Notice of a meeting need not be given to a Board Member who attends the meeting without protesting before or at its commencement about the lack of notice.

D. Quorum. One-third (1/3) of the voting Board members, but no less than two voting Board members, present at the beginning of a meeting shall constitute a quorum for the purposes of transacting business at a meeting.

E. Manner of Acting. Except as otherwise provided in these Bylaws, the act of the majority of the Board, determined by a majority of legal votes cast, shall be deemed to be the act of the Board.

F. Action without Meeting. Any action required or permitted to be taken by the Board members may be taken without a meeting, if all of the Board Members, individually, or collectively, consent in writing to the action. Such action by written consent shall have the same force and effect as the unanimous vote of the Board Members. Such written consent or consents shall be filed with the minutes of the proceedings of the Board Members.

G. Participation by Conference Telephone or Similar Electronic Device. Members of the Board of Directors or of any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other. Participation by such means shall constitute presence in person at such meeting. When such a meeting is conducted by means of a conference telephone or similar communications equipment, a written record shall be made of the action taken at such meeting, noting participation of those who were present by means of such communications equipment.

H. Minutes. Minutes of the meetings of the Board of Directors shall be taken and kept under the custody of the Church Secretary.

ARTICLE V. MINISTRY COMMITTEES AND TEAMS

A. Ministry Teams and Committees. The Board appoints and oversees such other teams or committees that carry out the work of the Church as deemed necessary or convenient. These teams or committees shall function under the oversight of the Board and shall dissolve upon completion of their designated task, as determined solely by the Board, unless reappointed by the Board.

B. Organizations and Responsibilities. The organization and responsibilities of each ministry team or committee shall be described more fully in the Church Policy and Operations Manual.

C. Ministry Committees and Chairpersons. The Board shall appoint capable people for team leader or chairperson to oversee and run a ministry team or committee in the Church.

ARTICLE VI. OFFICERS.

A. Officers. The officers of the Church shall be the President, Secretary, Treasurer, and such other officers as shall be deemed necessary by the Board. A person may hold more than one of the positions as a second office, except for President and Secretary. Notwithstanding the preceding sentence, in the case of a vacancy in an office, the role and duties of such office may be filled on an interim basis by any other officer except that such officer shall have no more than one vote on all matters before the Board.

B. Qualifications and Terms. An officer of the Church must be a member prior to being nominated for an office and must remain a member for the duration of their term in office. The term of office for an officer who ceases to be a member or who is removed from such position by majority vote of the Board for any reason shall terminate immediately. Except as otherwise specified, the term of office of all officers shall be one (1) year, without limit for re-election.

C. President. The Lead Elder shall simultaneously serve as the President of the Corporation and shall be chief executive officer with all the rights and powers attributed thereto and which the Board set unless he delegates some of the duties to other elders or staff. If the church is without a Lead Elder, the Board shall, by majority vote, elect a member of the Board to serve as President of the Corporation and chief executive officer until a Lead Elder has been elected.

D. Secretary.

1. The secretary shall be a non-voting member of the Board unless they are an elder.
2. The secretary shall keep an accurate record of the proceedings of the church, including keeping minutes of all Board and members' meetings, maintaining the church membership roll, and rendering reports as requested by the elders, deacons, or the congregation.
3. The secretary shall be charged with the duty of proper notice to the Church and Board members of their respective Board and Members' meetings.
4. The secretary shall present a report to the membership at each members' meeting.

E. Treasurer.

1. The treasurer shall be a non-voting member of the Board unless they are an elder.
2. The treasurer shall ensure that all funds and securities of the church are properly secured in such banks, financial institutions, or depositories as appropriate.
3. The treasurer shall ensure that adequate controls are in place so that all funds belonging to the church are appropriately handled by any officer, employee, or agent of the church.
4. The treasurer shall keep records of all financial transactions and submit a monthly financial report of all financial transactions and the financial condition of the church to the Board or whenever they request it.
5. The treasurer shall publicly post the monthly financial report of the church.
6. The books of the treasurer shall be audited from time to time under the direction of the Stewardship Team.
7. The treasurer shall present a report to the membership at each members' meeting. This responsibility may be delegated with the approval of the elders.

ARTICLE VII. ELDERS

A. Overview. This church recognizes that the terms elder, overseer (bishop), and shepherd (pastor) are used interchangeably in the Word (Acts 20:28, 1 Pet. 5:1-3) as differing descriptions of the same office.

B. Qualifications. An elder shall be a man who is gifted by the Spirit, who is willing to serve as a shepherd, and who meets the following qualifications:

1. Has been a member of the church for at least six months prior to his nomination for the role of elder. Notwithstanding, an individual elected as pastoral staff under Article IX is not required to be a member of the church prior to being nominated for such role.
2. Meets the Scriptural qualifications set forth in 1 Timothy 3:1-7, Titus 1:6-9, and 1 Peter 5:1-3.
3. Subscribes to and agrees to the teachings of the Christian faith as expressed in the Statement of Faith and Constitution.

C. Election of Elders. Elders shall be received as gifts of Christ to his church and set apart as pastors and overseers of the church. The current Board of Elders shall recommend a candidate to serve as elder who is qualified according to the provisions of this Article. The congregation shall affirm a candidate for elder by majority vote of the members present and voting at a duly called meeting. An elder assumes office upon election or at a time predetermined by the Board of Elders. An elder is elected to a three-year term after which he may be re-elected.

D. Roles and Duties. In accordance with the principles set forth in Acts 6:1-6 and 1 Peter 5:1-4, elders shall devote their time to prayer, the ministry of the Word, and shepherding the flock of God. The elders shall take particular responsibility to:

1. Serve on the Board of Directors;
2. Examine and instruct prospective members;
3. Examine and recommend all prospective candidates for offices and positions;
4. Oversee the work of the deacons and appointed church agents, ministry teams, and committees;
5. Conduct worship services;
6. Oversee the ordinances of baptism and the Lord's Supper;
7. Equip the members for the work of the ministry;
8. Encourage sound doctrine and practice;
9. Admonish and correct error;
10. Oversee the process of church discipline;
11. Coordinate and promote the ministries of the church;
12. Propose funding for new paid staff positions;
13. Retain responsibility for employing, supervising, and evaluating staff members.
14. Mobilize the church for world missions;
15. Ensure that all who minister the Word to the congregation, including outside speakers, share orthodox convictions.
16. In the absence or incapacity of the Lead Elder, the elders shall assume responsibility for his duties, any of which can be delegated.

ARTICLE VIII. DEACONS

A. Overview. The office of deacon is described in Acts 6:1-7 and I Timothy 3:8-13. The church shall recognize men and women who are giving of themselves in service to the church and who possess

particular gifts of service. These members shall be received as gifts of Christ to His church and set apart as deacons.

The relationship of the deacons to the elders is a recommending and serving relationship.

B. Qualifications. Candidates for deacon shall meet the following qualifications:

1. Those who have been members of the church for at least six months prior to being nominated for the role of deacon.
2. Those who demonstrate that they possess the qualifications set forth in Acts 6:1-7 and 1 Timothy 3:8-13.

C. Number, Election, and Term. The authorized number of Deacons shall be such number deemed necessary from time to time by the Board of Elders. Members may suggest a potential Deacon candidate to the Lead Elder. Upon being examined and deemed qualified by the elders, a candidate shall be presented at a members' meeting and affirmed by majority vote of the congregation. Upon election, Deacons shall serve for a two (2) year term and may be re-elected to another term.

D. Duties. Deacons may fulfill one or more of the following duties:

1. Care for the temporal needs of members;
2. Attend to the physical accommodations of the church;
3. Prepare the communion elements and assist in disbursing the Lord's Table;
4. Receive, hold, and disburse the Mercy Fund established in Section H of Article XIII, reporting on its use to the elders, and reporting to the church its total receipts and total disbursements only. A disbursement shall take place under the guidance of the elders.
5. Perform other duties as assigned by the Board of Elders.

E. Resignation and Removal. Any Deacon may at any time deliver a written notice to the Lead Elder of intent to resign which shall be effective upon acceptance by the Board of Elders. Any Deacon may be removed at any time with or without cause when, in the sole judgment and discretion of the Board of Elders, it is determined by three-quarter (3/4) vote of the Board of Elders that such individual should no longer serve as a Deacon. In the event a Deacon is so removed, a new Deacon may be elected by majority vote of the congregation at a duly called members' meeting.

ARTICLE IX. PASTORAL STAFF

A. Overview. The Church recognizes that God calls some elders to serve the assembly full-time as pastors. A full-time elder shall be recognized by the Church as particularly gifted by the Spirit and called by God to fulfill a specific role within the Church. Each full-time elder's role flows from his giftedness and calling.

B. Qualifications. Pastors shall meet the same Scriptural qualifications for elders as set forth in 1 Timothy 3:1-7, Titus 1:6-9, and 1 Peter 5:1-3.

C. Lead Pastor. One full-time elder shall be recognized as particularly gifted by the Spirit and called by God to provide overall guidance, vision, and leadership to the Board of Elders and to the assembly. The Lead Pastor shall serve as first among equals with the other elders. He retains all the rights and privileges of an elder.

D. Election of Pastors.

1. In the calling of any man to this position, the same process of calling an elder is followed. For the Lead Pastor, the church must give adequate opportunity to assess his preaching and teaching gifts. A candidate for Lead Pastor shall preach the Word for at least three worship services.
2. The Board of Elders should give assurances to the membership that, having interviewed the candidate concerned, they are in no doubt as to his wholehearted assent to the Statement of Faith and church Constitution.
3. A candidate for Lead Pastor shall be affirmed by two-thirds (2/3) vote by secret ballot of the members present and voting at a duly called members' meeting for this purpose.
4. A candidate for Assistant Pastor shall be affirmed by a majority vote by secret ballot of the members present and voting at a duly called members' meeting for this purpose.
5. A Pastor shall assume office upon election or at a time predetermined by the elders.

E. Role and Duties of the Lead Pastors. The Lead Pastor is a leader of pastoral ministries in the Church. In addition to performing the duties of an elder described in Article IV, Section B, the Lead Pastor shall work with the Board of Elders, Deacons, and Church staff to:

1. Lead the Church in the achievement of its mission; and
2. Proclaim the gospel to believers and unbelievers.

F. Associate Pastors. Associate pastor or pastors, if deemed necessary by the Church, shall report directly to the Lead Pastor. Associate Pastors, in addition to those elder duties outlined above, shall have such responsibilities and duties as assigned by the Lead Pastor and/or the Board.

G. Compensation. Pastors will be paid a salary and any allowance and benefits as established from time to time by the Board of Directors. The Lead Pastor shall excuse himself from any discussion and voting by the Board in relation to his compensation and/or benefits.

H. Term. A Pastor shall be retained for an indefinite period of time until his death, resignation, or removal.

I. Resignation. Any Pastor may resign at any time upon written notice to the Board of Directors. Unless a future effective date is specified, such resignation shall be effective immediately.

J. Removal. Any two (2) members (with preference to unrelated individuals) who have a grievance against a Pastor should bring the matter before the Board of Directors. If the conduct of a Pastor is immoral or egregiously improper, upon three-quarter (3/4) vote of the Board, excluding the Lead Pastor if the subject of the vote, the Board shall present their recommendation to the congregation at a duly called members' meeting. A vote on the question of removal shall be by secret ballot. The Lead Pastor shall be removed upon a three-quarter (3/4) majority vote and Assistant Pastors shall be removed upon a majority of the members present and voting. Notwithstanding, the Board for any reason may vote to recommend to the congregation the removal of a Pastor.

ARTICLE X. OTHER CHURCH STAFF

A. Non-Pastoral Staff. Non-pastoral staff, including staff, functions as servants in coming alongside of the Pastoral staff and Church body to support them in ministry. It is the Lead Pastor's responsibility to lead ministry staff in the direction that helps the church accomplish its goals.

B. Duties and Responsibilities. The duties and responsibilities for all staff positions shall be formulated and approved by the Board of Directors.

C. Selection. Selection and approval of non-pastoral staff shall be the responsibility of the Board, with recommendations by the Pastoral staff.

D. Resignation and Termination. Any staff member may at any time resign by submitting written notice to the Lead Pastor. Any non-pastoral staff member may be terminated upon recommendation by a supervising staff member and approval by the Board. Such terminations of staff may be reported to the Members, but does not need Membership approval.

ARTICLE XI. CHURCH POLICY AND OPERATION MANUAL

A. Development of the Manual. The development of a church policy and operation manual shall be overseen by the Board of Directors or their designees. This manual shall include all church policies, procedures, job descriptions and organization charts depicting lines of responsibility in the administration of the church. The Secretary shall maintain the manual. The Board or their designees shall review the manual at least annually, with the authority to recommend changes for the church to consider and vote on.

B. Compilation and Maintenance of the Manual. The Board, or its designees, shall be responsible for compiling and maintaining a policy and operations manual for the day-to-day administrative functions of the Church not covered in the Constitution & Bylaws. Subjects covered may include, but are not limited to, the following:

1. Personnel policies and procedures not covered in the Bylaws;
2. Church property policies and procedures;
3. Child protection policies and procedures; and
4. Other policies and procedures as needed.

These policy and operation manuals shall be available at for members to review. Any suggested changes shall be recommended to and approved by the Board.

ARTICLE XII. BIBLICAL SETTLEMENT OF DISPUTES WITHIN OR AGAINST THE CHURCH

In any dispute arising between or among Church members, pastors, or staff, the dispute may be resolved by the Board of Directors (or a duly appointed committee from the Board) under the Christian Conciliation Rules and Procedures published at www.hispeace.org. All employees of the Church shall sign policies or contracts with the Christian Dispute Resolution clause in it. All contractors and vendors of the Church should be asked to sign policies or contracts with the Christian Dispute Resolution clause in it.

Any dispute between a member and the Church shall be resolved through Christian Conciliation. Christian mediation should be attempted but if it does not resolve the dispute then legally binding Christian Arbitration shall be employed by the Board or individuals selected by the Board in accordance with the *Rules of Procedure for Christian Conciliation* found at www.hispeace.org. A decision shall be reached after prayerful consideration, in a spirit of humility, with each Arbitrator seeking that which most glorifies God and regarding one another before himself.

Judgment upon an arbitration decision may be entered in any court otherwise having jurisdiction. Jurisdiction and venue shall be the county and state where the church is located and Virginia law will apply to dispute. Members, pastors, staff or third party vendors/contractors shall understand that these methods shall be the sole remedy for any controversy or claim arising against the Church and expressly

waive their right to file a lawsuit in any civil court against one another or the Church for such disputes, except to enforce an arbitration decision. In that case, judgment upon an arbitration award may be entered by any court having competent jurisdiction, in conformity with the laws of the Commonwealth of Virginia. Notwithstanding this above provision, to protect the church and its members and under its risk policy procedures, the church is required to maintain liability insurance. Therefore, this conflict provision is conditioned upon agreement by the church's insurers that, in light of the particular facts and circumstances surrounding the disputed matter, this provision, and the process it establishes will not diminish any insurance coverage maintained by the church.

ARTICLE XIII. FINANCES

A. Contributions.

1. This church is supported by voluntary contributions from its members who shall give according to their abilities, their consciences, and how God has provided to them.
2. No money shall be solicited by or on behalf of the church or any of its ministries without the approval of the Board of Elders.

B. Accounting Procedures. All funds collected for any and all purposes shall pass through the Church Treasurer and be properly recorded on the books of the Church. A system of accounting for handling of all funds shall be the responsibilities of the Stewardship Committee.

C. Deposits. The Board will select banks, trust companies, or other depositories in which all funds of the Church not otherwise employed will, from time to time, be deposited to the credit of the Church.

D. Designated Offerings. The Church may accept any designated contributions, grant, bequest, or devise consistent with its general tax exemption purposes, as set for in the Articles of Incorporation. As so limited, donor designated contributions will be accepted for special funds, purposes, or uses as approved by the Board, and such designations generally will be honored. However, the Church reserves all rights, title, and interest in and to and control of such contributions, as well as full discretion as to the ultimate expenditure or distribution thereof in connection with any funds (including designated contributions) to assure that such funds will be used to carry out the Church's tax exempt purposes.

E. Contracts. The President can sign contracts to bind the Church once approved by the Board or according to its procedures. However, the Board may authorize any officer or officers, agent or agents of the Church, in addition to those officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of or on behalf of the Church, including real estate transactions once proper approval has been sought and obtained .

F. Endowments. The Board may establish on behalf of the Church any endowments for the general purposes or for any special purposes of the Church.

G. Church Budget and Audit

1. Each fiscal year shall begin on January 1 and end on the following December 31. The Board shall have the power to fix, and from time to time change, the fiscal year of the Church.
2. The Stewardship Committee shall prepare and submit an Annual Budget, to the Board for their consideration and approval. The inclusive budget will indicate the amount needed and sought for all local and other expenses with an annual strategic plan.
3. Upon a majority approval of the Board, the budget shall be submitted to the congregation for approval by a majority of the members present and voting at the annual members' meeting.

4. The Stewardship committee shall conduct or arrange for an annual review or audit of a type and nature they deem appropriate, except that every five (5) years, the Church will conduct either a review or audit by an outside auditor.

5. Accurate records shall be kept by all organizations of the Church and report made on the fiscal year basis. All funds handled by any and all organizations shall be reported to the Board.

H. Mercy Fund. The Board shall establish procedures to receive and disburse all funds allocated to the Mercy Fund. It will be the duty of the Board to oversee the administration of the Mercy Fund.

I. Partnerships, Joint Ventures, LLC's, and Auxiliary Corporations. The Board may authorize in writing any officer(s) or agent(s) of the Church to enter into any partnerships or joint ventures or create auxiliary corporations or limited liability companies that the Board determines will advance the religious purposes and goals of the Members as described herein and not violate the Church's tax exempt status.

J. Purchase or Sale of Property and Borrowing. Neither officers nor agents of the Church may purchase or sell real or personal property on behalf of the Church unless authorized by the Board and in cases of real property, the Members according to these Bylaws. Any borrowing of money must be approved by the Board and the Members according to these Bylaws.

ARTICLE XIV. CONFIDENTIALITY AND BIBLICAL COUNSELING

A. Confidentiality. The Bible teaches that Christians should carefully guard any personal and private information that others reveal to them. Protecting confidences is a sign of Christian love and respect (see Matt. 7:12). It also discourages harmful gossip (Prov. 16:28; 26:20), invites confession (see Prov. 11:13; 28:13; James 5:16), and encourages people to seek needed counseling (see Prov. 10:19; Rom. 15:14). Since these goals are essential to the ministry of the gospel and the work of this church, all members are expected to refrain from gossip and to respect the confidences of others. In particular, our pastor and deacons shall carefully protect all information that they receive through pastoral counseling, subject to the following guidelines.

Although confidentiality is to be respected as much as possible, there are times when it is appropriate to reveal certain information to others. In particular, when the pastors and deacons of this church believe it is biblically necessary, they may disclose confidential information to appropriate people in the following circumstances:

1. When a pastor or deacon is uncertain of how to counsel a person about a particular problem and needs to seek advice from other pastors, deacons, or biblical counselor from this church or, if the person attends another church, from the pastors or deacons of that church (see Prov. 11:14; 13:10; 15:22; 19:20; 20:18; Matt. 18:15-17);
2. When the person who disclosed the information or any other person is in imminent danger of serious harm unless others intervene (see Prov. 24:11-12);
3. When a person refuses to repent of sin and it becomes necessary to institute disciplinary proceedings (see Matt. 18:15-20; Bylaws Article 1) or seek the assistance of individuals or agencies outside this church (see, e.g., Rom. 13:1-5); or
4. When required by law to report suspected child abuse.

Scripture commands that confidential information is to be shared with others only when a problem cannot be resolved through the efforts of a small group of people within the church (Matt. 18:15-17). Therefore, except as otherwise provided in these bylaws, a pastor or deacon may not disclose confidential information to anyone outside the church without the approval of the Board or the consent of the person who originally disclosed the information. The Board may approve such disclosure only when it finds that all internal efforts to resolve a problem have been exhausted (see, e.g., 1 Cor. 6:1-8) and the problem can be satisfactorily resolved without the assistance of individuals or agencies outside this church (see, e.g.

Rom. 13:1-5). The limitation shall apply to but is not limited to the giving of testimony in a court of law and the reporting of abuse.

The pastors and deacons may, but need not, provide counselees with written notice of these confidentiality provisions, but these provisions shall be in effect regardless of whether such notice is given.

B. Biblical Counseling. All Christians struggle with sin and the effect it has on lives and relationships (see Rom. 3:23; 7:7-25). Whenever a Christian is unable to overcome sinful attitudes or behaviors through private efforts, God commands that he should seek assistance from other members, and especially from the pastor and deacons, who have the responsibility of providing pastoral counseling and oversight (see Rom. 15:14; Gal. 6; 1-2; Col. 3:16; 2 Tim. 3:16-4:2; Heb. 10:24-25; 13:17; James 5:16). Therefore, this church encourages and enjoins its members to make confession to and seek counsel from each other and especially from our pastor and biblical counselors. We believe that the Bible provides thorough guidance and instruction for faith and life. Therefore, our counseling shall be based on scriptural principles rather than those of secular psychology or psychiatry. Neither the pastoral nor the lay counselors of this church are trained or licensed as psychotherapists or mental health professionals, nor should they be expected to follow the methods of such specialists.

Although some members of the church work in professional fields outside the church, when serving as pastoral or lay counselors within the church they do not provide the same kind of professional advice and services that they do when they are hired in their professional capacities. Therefore, members who have significant legal, financial, medical or other technical questions should seek advice from independent professionals. Our pastoral and lay counselors shall be available to cooperate with such advisors and help members to consider their advice in the light of relevant scriptural principles.

ARTICLE XV. INDEMNIFICATION

Any person made or threatened to be made a party to any action or proceeding, whether civil or criminal by reason of the fact that he or his testator is or was a Director, Elder, Deacon, or officer, employee or agent of the Church, may be indemnified by the Church, and the Church may advance his related expenses, to the full extent permitted by law. The Church may purchase and maintain insurance to indemnify: (a) itself for any obligation which it incurs as a result of the indemnification specified above; and (b) its Directors, Elders, Deacons, and officers.

ARTICLE XVI. AMENDMENTS.

An amendment to these Bylaws shall be submitted to the Board of Directors for their consideration and recommendation. The Board may, by a majority of legal votes cast, present the proposed amendment with their recommendation to the Church at a regular or special member meeting. These Bylaws may be amended by two-thirds (2/3) majority vote of legal votes cast, provided that the following procedures have been followed:

- A.** The text of the proposed amendment has been presented at a previous members' meeting;
- B.** The text of the proposed amendment has been mailed, emailed, or otherwise made available to the membership at least two (2) weeks before the meeting to consider the amendment; and
- C.** The proposed amendment has been announced at a previous regular worship meeting with at least one intervening regular worship meeting occurring before the amendment is considered.

I, the undersigned Secretary of Grace Church of Alexandria, do hereby certify that the above Constitution and Bylaws were adopted on June 28, 2015 by the members at a duly called meeting and that these Bylaws are current and in operation as of that date.

Date: _____

Secretary (pro tempore)

ARTICLE XVII. DISSOLUTION

- A.** In the event of the dissolution of the Grace Church as a non-profit corporation, the assets of the corporation shall first be offered to Heritage Bible Church of Greer, SC.
- B.** If Heritage Bible Church is no longer in existence or if it declines such grant, the assets of this corporation shall be given to a non-profit 510(c)(3) corporation of like faith and practice.
- C.** Notice of dissolution shall be sent in writing to each member and announced publicly at least five weeks prior to the meeting.
- D.** All recommendations for recipients of the corporation assets shall be given in writing by a member of the assembly to the deacons no less than four weeks prior to the dissolution meeting.
- E.** It shall be the duty of the deacons to examine all recommendations submitted and to make a recommendation to the elders at least three weeks prior to the dissolution meeting concerning the distribution of the church assets.
- F.** The elders shall consider the deacons' recommendation and make their own recommendation to the congregation in writing at least two weeks prior to the dissolution meeting.
- G.** If Heritage Bible Church declines the church assets, the recipient corporation shall be determined by a majority of the legal votes cast at a special members' meeting.
- H.** The elders and deacons, in the stead of the members of the corporation, shall assume the responsibility of all dissolution proceedings. They shall also seek and obtain legal assistance to complete said proceedings.
- I.** The assets of this church shall be dispersed in a way that continues to give glory to God and honor to Christ our Head.