

# CODE OF BYLAWS: CASTLETON COMMUNITY CHURCH

## PREAMBLE

Since it pleased Almighty God, by His Holy Spirit, to call certain of His servants to unite here under the name Castleton Community Church of Indianapolis, Indiana, for the worship of God and the spread of the gospel of Jesus Christ, we, the members of Castleton Community Church do hereby organize ourselves and voluntarily submit to the following articles of governance, to be interpreted at all times to reflect the character of and bring glory to Jesus Christ revealed in the Holy Scriptures and articulated in the Statement of Faith and Member Covenant of this church.

## ARTICLE I - NAME

This assembly shall be known as Castleton Community Church, Inc., and is herein referred to simply as the "Church."

## ARTICLE II - PURPOSE

The purpose of the Church shall be:

- A. To exalt the Lord Jesus Christ as the Son of God, the Savior of the world, and the Head of His universal Church and this local congregation. (Matthew 16:13-18; Romans 10:8-11; Ephesians 5:23; Colossians 1:15-19)
- B. To establish a local congregation of believers patterned after the New Testament church and obedient to the teaching of the whole counsel of God found in the Scriptures.
  - (1) Teaching believers the doctrines of Holy Scripture and equipping them for the work of the ministry (2 Timothy 2:15; Ephesians 4:11-12)
  - (2) Preaching the Gospel of Christ to the lost both near and abroad (Matthew 28:18-20; Acts 1:8)
  - (3) Administering the sacraments of Baptism (Matthew 28:19; Romans 6:1-4) and the Lord's Supper (Luke 22:19; I Corinthians 11:17-34)
  - (4) Encouraging biblical fellowship and love among believers (John 13:34-35; I John 3:11-24, 4:7-12)
  - (5) Supporting the physical, emotional and spiritual needs of this congregation and as we have opportunity doing good to everyone in the name of our Lord Jesus Christ (Galatians 6:9-10; Hebrews 13:16)

## **ARTICLE III - ASSOCIATION**

The Church, recognizing Christ as its Head and the Scripture as its supreme and final rule for faith and practice, shall not be subject to any other authority. It may associate in fellowship with those of like faith and practice and may declare itself in agreement with others in a common cause, but under no circumstances shall such association be construed as bringing the Church under the authority of any such person, group, or body.

## **ARTICLE IV - MEMBERSHIP**

### **Section 1 - Qualification**

To qualify for membership in this church, a person must be a believer in Jesus Christ who gives evidence of regeneration, who has been baptized, subsequent to his or her regeneration, and who wholeheartedly believes in the Christian faith as revealed in the Bible. Each member must agree to submit to the teaching of scripture expressed in the Statement of Faith and must promise to keep the commitments expressed in the Member Covenant. The Elders shall be responsible for determining each person's qualification for membership. In making this determination, they may rely on a person's profession of faith, or such other evidence as the Elders deem appropriate.

### **Section 2 - Admission of Members**

Applicants recommended by the Elders shall be received into membership of the Church on a majority vote of seventy-five percent (75%) approval of the members in attendance at any regular or special meeting of the Church. At that point, members shall relinquish their membership in other churches unless the Elders vote unanimously to provide an exception in cases of missionary or Christian service.

### **Section 3 - Duties and Privileges of Membership**

In accord with the duties enumerated in the Member Covenant, each member shall be privileged and expected to participate in and contribute to the ministry and life of the church, consistent with God's leading and with the gifts, time, and material resources each has received from God.

Under Christ this congregation is governed by its members. Therefore, it is the privilege and responsibility of members to attend regular members' meetings and vote on the election of officers, on decisions regarding membership status, and on such other matters submitted to a vote.

## Section 4 - On Church Discipline

Formative discipline is inherent in the preaching, teaching, and exercise of regular ministry in the church. When formative discipline fails due to sin, corrective discipline is then necessary. Corrective discipline is for the good of the church and the member who has sinned. It is never to be entered into lightly or quickly.

Any member consistently neglectful of his or her duties or guilty of conduct by which the name of our Lord Jesus Christ may be dishonored, and so opposing the welfare of the church and/or rendering doubtful a profession of faith, shall be subject to the admonition of the Elders and the discipline of the Church, according to the instructions of our Lord in Matthew 18:15-17 and the example of Scripture. Church discipline, then, should ordinarily be contemplated after individual private admonition has failed. Church discipline can include admonition by the Elders or congregation, removal from office, and excommunication (Matthew 18:15-17; 2 Thessalonians 3:14-15; 1 Timothy 5:19-20; 1 Corinthians 5:4-5).

The purpose of such discipline should be:

1. For the repentance, reconciliation, and spiritual growth of the individual disciplined (Hebrews 12:1-11; Matthew 18:15-17; I Corinthians 5:5; Galatians 6:1-5; Proverbs 15:5, 29:15);
2. For the instruction in righteousness and good of other Christians, as an example to them (I Corinthians 5:11; I Timothy 5:20; Romans 15:14; Hebrews 10:24-25);
3. For the purity of the church as a whole (1 Corinthians 5:6-7; Ephesians 5:27; Revelation 21:2);
4. For the good of our corporate witness to non-Christians (Matthew 5:13-16; John 13:35; Acts 5:10-14); and
5. Supremely for the glory of God by reflecting His holy character (Deuteronomy 5:11; John 15:8; Ephesians 1:4; 1 Peter 2:12).

## Section 5 - Termination of Membership

Termination of membership shall be recognized by the Church following the death or voluntary resignation of any church member who is in good standing (i.e. not under church discipline). Membership may also be terminated as an act of church discipline (ordinarily, but not necessarily, at the recommendation of the Elders) and with the vote of seventy-five percent (75%) of the members present at any regular or special meeting of the Church. The Church shall have authority to refuse a member's voluntary resignation either for the purpose of proceeding with a process of church discipline or for any other biblical reason.

In the case of members who do not physically and regularly attend the worship services of the Church described in Article VII, Section 1, for more than one year, and are not regularly attending worship services in a church of like faith, the member may be subject to the corrective discipline of the Church, and may be removed from membership by a majority congregational vote of seventy-five (75%) approval.

Members who do not physically and regularly attend the worship services of the Church due to providential hindrances which include but are not limited to illness or infirmity, missionary and Christian service, absence due to military service and temporary employment not involving a permanent relocation, will not be subject to the corrective discipline of the Church or removal from membership by congregational vote for this reason.

### **Section 6 - Internal Matters**

Determinations of the internal affairs of the Church are ecclesiastical matters and shall be determined exclusively by the Church's own rules and procedures, as amended from time to time.

### **Section 7 - Membership Rights**

- A. A member, upon five (5) business days prior written request made upon the Church, may inspect, but not copy or remove, the most recent financial statements of the Church that have been reviewed or audited by an independent CPA firm, the minutes of the proceedings of Church meetings and Elder meetings, subject to the right of the Church to redact confidential information.
- B. A member may not, under any circumstances, inspect or copy any record relating to member discipline, individual contributions to the Church, any non-public list of names and addresses of Church members, or the accounting books and financial records of the Church, including, but not limited to personally identifiable information such as compensation, leave, or benefits.
- C. Notwithstanding anything herein to the contrary, the Church shall have the discretion, exercised in good faith, to redact from any records information that the Elders reasonably believe should remain confidential.

## **ARTICLE V - GOVERNMENT AND OFFICERS**

### **Section 1 - Summary**

Jesus Christ is the Lord and head of this Church and He rules primarily through the Scriptures. The biblical offices in the church are Elders and Deacons, but the Church is governed by the congregation. The biblical terms "elder," "pastor," and "overseer" are understood to refer to the same biblical office. All officers must be members of this church prior to assuming their responsibilities.

### **Section 2- Congregational Authority**

The Church observes congregational polity that finds its authority in the majority vote of the congregation. The congregation shall, as it deems advisable from time to time, assign

responsibilities and delegate authority concerning those responsibilities to its officers and auxiliary organizations in order to carry out its mission in an orderly fashion, but only in accordance with these Bylaws and the Articles of Incorporation. Further, the groups of members serving the congregation, including the Elders and the Deacons, shall organize themselves so that majority rule governs their respective activities. However, no amendments to these Bylaws shall limit the congregation's responsibility or authority to:

- a. approve any proposed changes to the Statement of Faith or Member Covenant;
- b. approve the expenditure of funds under the control of the Church, whether by predetermined budget limitation or individual approvals;
- c. to elect those who will serve as Elders and Deacons; and
- d. to admit Church members, remove Church members and administer Church discipline.

### **Section 3 - Elders**

The Council of Elders shall serve as the Board of Directors. Elders shall be responsible for the general oversight, shepherding, and teaching of members.

#### **A. Elders**

- (1) Number and Term - The Elders shall be comprised of not less than three (3) men who satisfy the qualifications for the office of elder set forth in I Timothy 3:1-7 and Titus 1:6-9. No Elder shall hold the office of Deacon during his tenure. The Elder Council shall always have more non-staff Elders than permanent staff Elders as voting members. Should the Church have more staff Elders than non-staff Elders serving at any given point in time, the Council shall determine which staff Elders will serve as voting members and which staff Elders will be non-voting in Elder council meetings. Elders shall be elected to three-year terms and after serving a full three-year term shall be eligible for nomination and re-election unless the Elder no longer meets the criteria set forth in Section 3(A)(4) of this Article.
- (2) Nomination and Election
  - a. Candidates for the office of Elder shall be nominated by seventy-five percent (75%) of the Elders present at a duly called Elder meeting or by not fewer than ten percent (10%) of the membership of the Church who have signed a nominating petition and presented the petition to the Elders not less than one hundred twenty (120) days prior to the annual Church congregational meeting. All Elder nominees presented for a congregational vote must meet the criteria and qualifications set forth in Section 3(A)(4) of this Article along with being approved by the Elders with a seventy-five percent (75%) vote.

- b. Elders shall be elected individually by the members. The approval of seventy-five percent (75%) of the members present at a duly called Church congregational meeting shall be necessary to elect each Elder.
- (3) Responsibilities - In keeping with the principles set forth in Acts 6:1-6 and 1 Peter 5:1-4, the Elders shall devote their time to prayer, the ministry of the Word (by teaching and encouraging sound doctrine), and shepherding God's flock. The Elders shall also be responsible for oversight and administering the affairs of the congregation and shall assign responsibilities to officers and respective members of their number to accomplish assigned tasks and offices. Elder oversight and administration shall include, but not be limited to, the following:
  - a. nominate Pastors for consideration and approval by members;
  - b. appoint officers of the Church;
  - c. administer the sacraments of Baptism and the Lord's Supper;
  - d. provide accountability to the employees of the Church;
  - e. nominate Deacons for consideration and approval by the members;
  - f. direct the Deacons;
  - g. nominate Elders for consideration and approval by the members;
  - h. appoint from their number a Chairman of all meetings of the Elders and of the congregation; and
  - i. all other lawful actions in furtherance of the Church's purposes.
- (4) Eligibility - Any biological man who meets the following criteria may be nominated to serve as an Elder:
  - a. satisfy those requirements set forth in 1 Timothy 3:1-7 and Titus 1: 6-9;
  - b. be a voting member of the congregation in good standing for at least one year prior to election, or, in the case of a staff Elder (Pastor), commit to become a member upon election as an Elder. Pastors do not need to be members for a year in order to be eligible for the Office.
- (5) Removal and Vacancies - An Elder's term of office may be terminated by resignation or by dismissal. Any two members with reason to believe that an Elder should be dismissed should express such concern to the Elders and, if need be only afterwards, to the congregation. Any such action shall be done in accordance with the instructions of our Lord in Matthew 18:15-17 and I Timothy 5:17-21. Any of the Elders may be dismissed by a seventy-five percent (75%) vote of the members present at any formally called Congregational Meeting of the Church.
  - a. In the event an Elder is removed or resigns before his term expires, the Elders may nominate a qualified member to fill the vacancy for the remainder of the term. Such nominee shall be brought before the congregation as set forth in Section 3(A)(2) of this Article. In the event the Elders elect to increase the number of Elders on the Council, the Elders

shall nominate qualified members to fill the new seats on the Council. Such nominees shall be brought before the congregation as set forth in Section 3(A)(2) of this Article.

- b. Suspension: The Elders may vote to suspend the authority and responsibilities of any Elder with a seventy-five percent (75%) majority of the Elder Council. A suspension may only last until the next special or annual Congregational Meeting where the congregation will be asked to dismiss the Elder following the procedures detailed in Section A(5) of this Article. If the dismissal vote fails, then the suspension shall be lifted.
- (6) Regular Meetings - Unless otherwise determined by the Chairman, a regular meeting of the Elder Council shall be held monthly on any day designated not less than seven (7) days in advance by the Chairman of the Elders. The Elder Council may provide by resolution the time and place within Marion County or Hamilton County, Indiana, for the holding of additional regular meetings of the Council without other notice than the resolution. All meetings are governed by Robert's Rules of Order.
  - (7) Special Meetings - Special meetings of the Elder Council may be called by or at the request of the Chairman, the President or any two Elders. The persons authorized to call special meetings of the Council may fix any place within Marion County or Hamilton County, Indiana, as the place for holding any special meeting of the Elder Council.
  - (8) Notice - Notice of any special meeting of the Elder Council shall be given to each Elder at least two (2) days previously by written notice delivered personally, faxed, or by email. If notice is sent by postal mail, such notice shall be deposited in the US mail first class or by next-day delivery, not less than seven (7) days before such special meeting. Notice shall be sent to the Elder's last known address as shown by the records of the Church. Any Elder may waive notice of any meeting. The attendance of an Elder at any meeting shall constitute a waiver of notice of such meeting, except where an Elder attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or conducted. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Council need be specified in the notice of waiver of notices of such meeting, unless specifically required by law or by these Bylaws.
  - (9) Quorum - A majority of the Elder Council shall constitute a quorum for the transaction of business at any meeting of the Council, but if less than a majority of the Elders are present at the meeting, a majority of the Elders present may adjourn the meeting from time to time without further notice. An Elder

participating in a Council meeting by way of technological means shall be considered present.

- (10) Manner of Acting - The act of a majority of the Elders present at a meeting at which a quorum is present shall be the act of the Elder Council, unless the act of a greater number is required by law or by these Bylaws.
- (11) Informal Action by Elders - Any action required by law to be taken at a meeting of the Elders, or any action which may be taken at a meeting of Elders, may be taken without a meeting if a consent in writing, setting out the action so taken, shall be signed by all of the Elders.

#### **B. Pastors (staff Elders)**

- (1) The Lead Pastor shall be an Elder. He shall perform the duties of an Elder described in Article V Section 3(A) and shall be recognized by the church as particularly gifted and called to the full-time ministry of preaching and teaching.
- (2) In the absence or incapacity of the Lead Pastor, the other Elders shall assume responsibility for his duties, any of which can be delegated.
- (3) Pastors shall be those men elected by the members and employed by the Church on a full-time basis in recognition of their call by God to lead and teach. All Pastors shall be Elders.
- (4) The Elders will be responsible to find candidates, either from among Church staff or Church membership or external to it, to fill pastoral roles as needed (including the Lead Pastor and any other positions deemed necessary by the Elders). After reviewing the qualifications of a proposed candidate and any interviews as deemed necessary by the Elders, a seventy-five percent (75%) vote of the Elders shall be required to nominate a candidate for the pastorate to Church members.
- (5) The candidate will become a Pastor upon the approval of seventy-five percent (75%) of the members present at a duly called Church congregational meeting as set forth in Article VII.
- (6) Any Pastor's term of service will be open-ended until terminated by resignation or dismissal in accordance with Article V, Section 3(A)(5).
- (7) The term of a Pastor as an Elder shall be the same as any other Elder as set forth in Section 3(A)(1) of this Article.

#### **Section 4 - Deacons**

- (1) Summary - The office of Deacon is described in 1 Timothy 3:8-13, Romans 16:1, Philippians 1:1 and Acts 6:1-7. The Church shall recognize, in accordance with the



Bylaw election guidelines, men and women who are giving of themselves in service to the church, who possess gifts of ministry, and who are called to further service and care for the church's members. The number of Deacons shall be determined by the needs of the ministry and the call and qualifications of men and women in the church. These members shall be received as gifts of Christ to His church and set apart as Deacons.

- (2) Number and Term - The Deacons shall be elected by a seventy-five percent (75%) vote of the members of the Church present at a duly called Church congregational meeting, in sufficient number to provide for the needs of the Church membership, shall serve for a term of three (3) years, and be eligible for reelection. After a deacon has served two (2) consecutive three-year terms, he or she shall not be eligible for reelection to the diaconate for at least one (1) year. In addition to nomination by the Elders as provided in Article V, Deacons may be nominated by not fewer than ten percent (10%) of the members of the Church who have signed a nominating petition and presented the petition to the Elders not less than one hundred twenty (120) days prior to the annual Church congregational meeting.
- (3) To be qualified to be nominated and serve as a Deacon, each nominee and Deacon must:
  - a. meet the requirements of 1 Timothy 3:8-13;
  - b. be willing to accept instruction, training, and oversight from the Elders; and
  - c. be a voting member in good standing for at least one (1) year.
- (4) Responsibilities - The primary role of Deacons is to assist the Elders in their role as overseers-shepherds-teachers of the flock. The assistance of Deacons allows the Elders to maintain their primary focus on prayer and ministry of the word (Acts 6:4). The responsibilities of Deacons should not include preaching, or spiritual oversight as a function of the office, but rather reserved for the Elders. The Deacons will be under the authority of the Elders who will give the Deacons direction and areas of responsibility. The responsibilities of the Deacons may include, but are not limited to,
  - a. assisting Elders with shepherding members in their care;
  - b. attending to the hospitality ministries of the Church;
  - c. visitation for members in need;
  - d. organizing the care of physical needs of the people;
  - e. tending to the physical property of the Church; and
  - f. supporting the budgeting and finance process of the Church.

- (5) Removal; Vacancies – A Deacon’s term of office may be terminated by resignation or by dismissal. Any two members with reason to believe that a Deacon should be dismissed should express such concern to the Elders and, if need be only afterwards, to the congregation. Any such action shall be done in accordance with the instructions of our Lord in Matthew 18:15–17 and I Timothy 5:17–21. Any of the Deacons may be dismissed by seventy-five percent (75%) of the members present at any formally called members’ meeting of the Church.
- a. In the event a Deacon is removed or resigns before his or her term expires, the Elders may, at the discretion of the Elders, nominate a qualified member to fill the vacancy. Such nominee shall be brought before the congregation pursuant to Section 4(2) of this Article.
  - b. Suspension – The Elders may vote to suspend the authority and responsibilities of any Deacon with a seventy-five percent (75%) majority of the Elder Council only until the next special or annual Congregational Meeting where the congregation will be notified and asked to dismiss the Deacon following the procedures detailed in Section C(5) of this Article.

## Section 5 – Officers

- (1) Appointment and Removal – The officers of the Church shall be its President, Secretary and Treasurer, and shall have the authority to perform the duties prescribed by the Elder Council. All officers of the Church shall be appointed by the Council of Elders from among the members of the Church who are in good standing. One (1) person may hold two (2) or more offices and each officer shall serve until his or her successor has been appointed, unless the officer is no longer a member, no longer a member in good standing, or it is in the best interests of the Church to remove the officer, as determined by the Elders, in which event the officer shall be removed from office immediately. The Elders shall appoint qualified members to fill any vacancies in the offices of the Church.
- (2) Lead Pastor – Candidates for the position of Lead Pastor shall receive a memorandum of engagement that sets forth the candidate’s duties, responsibilities, and other material terms of employment. The memorandum of engagement shall first be approved by a seventy-five percent (75%) vote of the members of the Elder Council present at a duly called Elder meeting and then be made available to the congregation within a reasonable period of time before the members vote on the question of whether or not to employ the Lead Pastor. Subsequent modifications may be made in the memorandum of engagement by the Elders, provided that any material modifications shall be presented to the congregation in any congregational meeting. The material modifications shall be

deemed approved by the congregation upon a vote of seventy-five percent (75%) of the members present at a duly called meeting.

- (3) President - The Lead Pastor of the Church shall serve as the President. In the absence of a Lead Pastor, the Elders shall appoint a President from among the Elders. The President shall be the principal executive officer of the Church and shall in general supervise and control all of the business and affairs of the Church. He may sign or electronically authorize, with the secretary or any other proper officer of the Church authorized by the Elders, any deeds, mortgages, bonds, contracts, or other instruments that the Elder Council has authorized to be executed, except in cases where the signing and execution shall be expressly delegated by the Elder Council or by these Bylaws or by statute to some other officer or agent of the Church; and in general he shall perform all duties incident to the office of President and such other duties as may be prescribed by the Council of Elders.
- (4) Treasurer - The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Church, receive and give receipts for money due and payable to the Church from any source, and deposit all such moneys in the name of the Church in such banks, trust companies or other depositories as shall be determined by the Church. The Treasurer shall, in general, perform all the duties incident to the office of Treasurer, and such other duties as may be assigned to him or her by the President or by the Elder Council. The Treasurer must not currently hold the office of Elder or Deacon.
- (5) Secretary - The Secretary shall keep the minutes of the meeting of the Elder Council in books provided for that purpose, see that all notices are given in accordance with the provisions of these Bylaws or as required by law, be custodian of the corporate records, and in general perform all duties incident to the office of Secretary and such other duties as may be assigned by the President or by the Elder Council.

## **ARTICLE VI - FINANCES**

### **Section 1 - Fiscal Year**

The fiscal year shall be determined by the Elder Council and communicated to the congregation along with the annual budget.

## Section 2 - Disbursements

- A. All monies shall be disbursed by check or electronic payment, except amounts of fifty dollars (\$50) or less, which may be paid out of a petty cash fund accounted for by vouchers.
- B. Expenditures over twenty thousand dollars (\$20,000) not covered by the Financial Budget as presented to and approved by the members at the Annual Congregational Meeting shall be approved by a majority of the voting members present during a duly called congregational meeting.
- C. Items requiring expenditures less than twenty thousand dollars (\$20,000) but more than five thousand (\$5,000) not covered by the Financial Budget shall be approved by a majority vote of the Elders present at a duly called meeting.

## Section 3 - Funds

- A. All regular funds for the Church shall be primarily raised by voluntary tithes and offerings. Grants, gifts, endowments, bequests and other revenues may also be received in accordance with our Gift Acceptance Policy.
- B. Special accounts created by vote of the Elders may be funded by loans, mortgages, or bonds.
- C. Disbursement of funds by check shall require a minimum two-step process:
  - 1. A written request for disbursement that includes a description of the use of funds and a signature from the requestor
  - 2. A review by at least one authorized approver with their signature to indicate approval (a process shall be written by the elders on escalating approval criteria for various spend amounts)
    - 1. Signing authority for authorizing the printing of checks and printing of the checks shall not be done by the same person
- D. In lieu of petty cash or checks, procurement cards or related accounts may be set-up to handle regular expenses of defined types and within stated limits (as defined by the Elders). In any such case, the spender must document all purchases with receipts, and the Treasurer will audit the accounts at least twice per fiscal year.
- E. All monies held by the church, whether they be for short-term and regular use, for long-term and strategic projects, or for operating reserves, shall be held at a financial institutions approved by the Elders for this purpose.

F. The Church may utilize debt financing at Elders discretion in accordance with Article VI, section 3(B) but the use of such debt will be subject to a Debt Policy approved by the Elders and in accordance with the principles of Scripture.

#### **Section 4 - Allocation of Funds**

The Church will designate not less than five percent (5%) of its general fund giving for benevolent and missionary work. This statement will encourage and not limit giving away much higher percentages but will require a minimum allocation regardless of other financial constraints.

#### **Section 5 - Budgeted Staff Positions**

The Church may only hire staff to the extent its budget includes funds for such positions. The members shall vote to adopt the Financial Budget at the Church's annual congregational meeting and material revisions to the Financial Budget as identified in Article VI, section 2(B), shall be adopted upon the vote of the members at a specially called congregational meeting. Staff positions (other than pastors who are approved by the congregation) which are provided for in the budget, will be recruited and approved by the appropriate person(s) on staff.

When appropriate and the budget allows, the Elders can hire assistant pastors to provide additional pastoral care and assistance in the work of the ministry. Pastors and Church staff can hire other personnel including directors, residents, coordinators, and interns to carry out pastoral and ministry duties as deemed necessary to assist the pastors in the ministry of the church.

#### **Section 6 - Conflict of Interest**

Every member of the Elder Council, Officer or Church Employee shall sign the Conflict of Interest Form as found in the Conflict of Interest Policy once per fiscal year.

### **ARTICLE VII - MEETINGS**

#### **Section 1 - Worship Meetings**

Worship services shall be held on each Lord's Day and may be held throughout the week as the Church determines.

## **Section 2 - Annual Congregational Meeting**

Church business may be conducted any time the Church meets as stipulated below. The teaching of the Word of God shall govern the conduct of business in all sessions. Where the Bible is silent, Robert's Rules of Order shall be the guide.

- A. The annual congregational meeting of the Church shall be held on a Sunday in the last fiscal quarter. Additional meetings may be held throughout the year.
- B. The meeting will be for the approval of the Financial Budget for the next fiscal year, and any other business that shall be on the agenda published at least two (2) Sundays prior to the meeting.

## **Section 3 - Special Congregational Meetings**

Subject to Article IX, special congregational meetings may be called by the Elders at any time, or by petition of at least twenty-five percent (25%) of those members eligible to vote at a congregational meeting, with notification at least two (2) weeks prior to the date of the meeting. The notification shall be issued in the same manner it would be issued for the annual congregational meeting.

## **Section 4 - Eligible Voters**

The voting age shall be sixteen (16) years or older except in cases where the law may require the voter to be of legal age. Only eligible members can vote.

## **Section 5 - Quorums**

A quorum shall be the members present at a duly called Church congregational meeting with that number being no less than ten percent (10%) of the current voting members that do not currently hold a Church office.

## **ARTICLE VIII - AMENDMENTS**

- A. The Statement of Faith, Member Covenant and the Bylaws of the Church can be amended only during a duly called annual or special congregational meeting as set forth in Article VII.
- B. Copies of the proposed amendment(s) or change(s) must be available for each voting member of the Church two (2) weeks prior to the congregational meeting.
- C. The approval of seventy-five percent (75%) of the members present at a duly called Church congregational meeting shall be required for passing any amendments.

## **ARTICLE IX - INDEMNITY CLAUSE**

### **Section 1 - Mandatory Indemnification**

If a legal claim or criminal allegation is made against a person because he or she is or was an officer, employee, or agent of the church, the church shall provide indemnification against liability and costs incurred in defending against the claim if the Elders determine that the person acted (a) in good faith, (b) with the care an ordinarily prudent person in a similar position would exercise under similar circumstances, and (c) in a manner the person reasonably believed to be in the best interest of the church, and the person had no reasonable cause to believe his or her conduct was unlawful. The church shall purchase appropriate insurance to meet these potential liabilities.

### **Section 2 - Permissive Indemnification**

At the discretion of the elders, the church also may indemnify any person who (a) acted in good faith and reasonably believed that his or her conduct was in the church's best interest and (b) either believed that his or her conduct was not unlawful or failed to abide by a law that the elders determine to be in contradiction to biblical obligations.

### **Section 3 - Procedure**

If a quorum of the Elders is not available for an indemnification determination because of the number of Elders seeking indemnification, the requisite determination may be made by the membership or by special legal counsel appointed by the membership.

## **ARTICLE X - DISPUTE RESOLUTION**

Believing that the Bible commands Christians to make every effort to live at peace and to resolve disputes with each other in private or within the Christian Church (see, e.g. Matthew 18:15-20; 1 Corinthians 6:1-8), the church shall require its members to resolve ordinary civil disputes among themselves according to biblically based principles, without reliance on the secular courts. In the case of criminal activity within the congregation, the State has a God-given responsibility to protect the peace and security of its citizens that should be supported and encouraged. Consistent with its call to peacemaking, the Church shall encourage the use of biblically-based principles to resolve disputes between itself and those outside the church, whether Christian or pagan and whether individuals or corporate entities, whenever possible.

## ARTICLE XI - DISSOLUTION CLAUSE

In the event of the dissolution of the Church corporation, all of its debts shall be fully satisfied before any assets are otherwise disbursed. None of its net assets or holdings shall be divided among members or other individuals but shall be irrevocably designated by congregational vote prior to dissolution to such not-for-profit religious corporations as are in agreement with the letter and spirit of the Bylaws, Confession of Faith adopted by this Church and in conformity with the requirements of Section 501(c)(3) of the United States Internal Revenue Service Code of 1954. In the event a quorum of members is not achieved after two (2) attempts for the purpose of voting on matters under this Article XI, then the Elders shall designate the distribution of the Church assets and holdings.