

SAGEMONT BAPTIST CHURCH, HOUSTON, TEXAS
CONSTITUTION AND BYLAWS

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PREAMBLE

This Constitution and Bylaws are established with a desire to uphold, promote, and illuminate the fundamental principles of the faith of our autonomous church body and to protect equally the rights and privileges of the individual church member as well as the freedom of action of this body in its relationships to other Baptist churches and Baptist organizations. This document is intended for the express purpose of helping fulfill the ministry of the Church. The spirit and purpose of Sagemont Baptist Church, Houston, Texas (the “Church”) is ministry, not government. Government is only the channel that expedites ministry. This Constitution and Bylaws are adopted for the orderly management of the Church and are in accordance with the Texas Business Organizations Code (the “Act”), as amended from time to time.

ARTICLE 1
STATEMENT OF BELIEFS AND CORE VALUES

1.01 The Church’s Legacy and Mission Statement.

“To be living proof of a loving God to a watching world!”

“Helping people take their next step in following Jesus.”

A. The Sevenfold Core Values of the Church. Love God

We believe we are most like God when we love like Him. Demonstrated by the unselfish giving of our time, talents, truth-telling, and treasures to God and people.

Luke 10:27 (ESV) “And he answered, ‘You shall love the Lord your God with all your heart and with all your soul and with all your strength and with all your mind, and your neighbor as yourself.’”

2 Peter 1:5-7 (ESV) “For this very reason, make every effort to supplement your faith with virtue, and virtue with knowledge, and knowledge with self-control, and self-control with steadfastness, and steadfastness with godliness, and godliness with brotherly affection, and brotherly affection with love.”

B. Each Individual Matters

Each Individual Matters to God. Therefore, we believe God has commanded us to value and love our neighbors. Demonstrated by a genuine sense of “family” inside the church and intentional relationships for the purpose of evangelism outside the church (on mission).

Luke 10:27 (ESV) “And he answered, ‘You shall love the Lord your God with all your heart and with all your soul and with all your strength and with all your mind, and your neighbor as yourself.’”

John 3:16 (ESV) “For God so loved the world, that he gave his only Son, that whoever believes in him should not perish but have eternal life.”

C. Authority of Scripture

We believe God’s Word is the foundation of our faith – our pattern for life and living in this world. Demonstrated by a love for God’s Word, the intentional study of God’s Word, and the passionate practicing of God’s truth in our daily lives.

Timothy 3:16-17 (ESV) “All Scripture is breathed out by God and profitable for teaching, for reproof, for correction, and for training in righteousness, that the man of God may be complete, equipped for every good work.”

D. Debt-free

We believe a debt-free church is a testimony of God's provision and allows us freedom to be used of God in creative ways, individually and corporately. Demonstrated by trusting God (through His people) to meet our needs and to show the world that He is able. The principle is based on living a life of biblical stewardship.

Romans 13:8 (ESV) “Owe no one anything, except to love each other, for the one who loves another has fulfilled the law.”

Philippians 4:19 (ESV) “And my God will supply every need of yours according to his riches in glory in Christ Jesus.”

E. Excellence

We believe excellence honors God and influences people. Demonstrated by doing our best with what God has provided.

1 Corinthians 10:31 (ESV) “So, whether you eat or drink, or whatever you do, do all to the glory of God.”

Colossians 3:23-24 (ESV) “Whatever you do, work heartily, as for the Lord and not for men, knowing that from the Lord you will receive the inheritance as your reward. You are serving the Lord Christ.”

F. Relevance

We believe we are called to connect a changing world with the unchanging message of the Bible. Demonstrated by doing all we can in worship, teaching, and living to speak a language that people understand.

1 Corinthians 9:22b (ESV) “To the weak I became weak, that I might win the weak. I have become all things to all people, that by all means I might save some.”

G. Spiritual Growth

We believe spiritual growth in a church member is a process. It is demonstrated by intentionally offering avenues for learning, strategic service, accountability, as reflected in connecting with other believers, and then evaluated by regular assessment of personal spiritual growth.

Colossians 2:6-7 (ESV) “Therefore, as you received Christ Jesus the Lord, so walk in him, rooted and built up in him and established in the faith, just as you were taught, abounding in thanksgiving.”

2 Peter 1:5-7 (ESV) “For this very reason, make every effort to supplement your faith with virtue, and virtue with knowledge, and knowledge with self-control, and self-control with steadfastness, and steadfastness with godliness, and godliness with brotherly affection, and brotherly affection with love.”

Luke 10:27 (ESV) “And he answered, ‘You shall love the Lord your God with all your heart and with all your soul and with all your strength and with all your mind, and your neighbor as yourself.’”

1.02 The Baptist Faith and Message 2000.

This church shall subscribe to The Baptist Faith and Message 2000 as adopted by the Southern Baptist Convention on June 14, 2000. We believe that it represents the fundamental beliefs of the Church along with our Core Values as listed in Section 1.02. We are Baptist because we believe that Baptists stand for certain distinctive truths to which other denominations do not necessarily adhere. Because of this, we voluntarily cooperate with Southern Baptists worldwide for the purpose of maximum mobilization and effectiveness in evangelistic, educational, missionary, and benevolent ministries. We also seek to lovingly supportively cooperate with others who are committed to Jesus Christ as Lord. The Baptist Faith and Message 2000 does not exhaust the extent of our faith.

1.03 The Bible as Final Authority.

The Bible itself is the sole and final source of all we believe. The Bible itself, the inerrant, infallible, inspired Word of God, speaks with final authority concerning truth, morality, and the proper conduct of mankind, is the sole and final source of all that we, as a faith family believe.

ARTICLE 2 **EXPECTATIONS OF EACH MEMBER AND EMPLOYEE**

Having been led by the Holy Spirit to receive Jesus Christ as Savior and Lord, and, on the profession of our faith, having been baptized in the name of the Father, and of the Son, and of the Holy Spirit, we do now in the presence of God and this assembly most solemnly and joyfully enter into these shared expectations of Christian behavior and fellowship with one another as one body in Christ.

2.01. Our Commitment to Unity, Spiritual Growth, and the Spread of the Gospel.

We believe that we should, by the aid of the Holy Spirit, walk together in Christian love; strive for the advancement of this church in knowledge, holiness, and unity; promote its prosperity and spirituality; sustain its worship, ordinances, doctrines, and discipline; contribute cheerfully and regularly to the support of the ministry, the expenses of the church, the relief of the poor, and the spreading of the gospel not only across the street but around the world.

2.02. Our Commitment to the Family, to the Community, and to the Work of the Kingdom.

We believe that we should establish and maintain family and personal devotions; to educate our children with a biblically-based understanding for life; to seek the salvation of our family and friends; to walk circumspectly in the world; to be just in our dealings; faithful in our engagements; exemplary in our language, conversation, and self-control; to avoid sinful acts described in Galatians 5:19-21; to develop the Fruit of the Spirit in our Christian walk as described in Galatians 5:22-23; and to be zealous in our efforts to advance the kingdom of God.

2.03. Our Commitment to the Institution of Marriage.

- A. This church shall subscribe to the Nashville Statement as adopted August 29, 2017, by the Council on Biblical Manhood and Womanhood: A Coalition for Biblical Sexuality in partnership with the Ethics and Religious Liberty Commission of the Southern Baptist Convention as attached in Addendum 1.
- B. We believe that the term “marriage” has only one meaning, which is marriage sanctioned by God constituting the joining of one man, whose sex is biologically determined to be male at birth, and one woman, whose sex is biologically determined to be female at birth, in a single, exclusive union, as delineated in Scripture.

- C. We believe that God intends sexual intimacy to only occur between a man and a woman who are married to each other. The church believes that God has commanded that no intimate sexual activity be engaged in outside of a marriage between a man and a woman.
- D. We believe that any form of sexual immorality, such as adultery, fornication, homosexuality, bisexual conduct, bestiality, incest, pornography, or any attempt to change one's sex, or disagreement with one's biological sex, is contrary to God's plan and purpose and is unbiblical.
- E. We believe that in order to preserve the function and integrity of the church as the local Body of Christ, and to provide a biblical role model to the church members and the community, it is imperative that all persons who are officers of the church, members of the church staff, members of church support staff, employees, members of all church standing teams, church messengers, or who serve as volunteers in the functioning of the ministries of the church and its Bible studies, should abide by and agree to the Statement on Marriage in this section and conduct themselves accordingly.
- F. We believe that God offers redemption and restoration to all who place their faith in Jesus Christ as Savior and Lord, trusting His grace and forgiveness through His death, burial, and resurrection.
- G. We believe that every person must be afforded compassion, loving kindness, respect, and dignity. Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and are not in accord with Scripture nor the doctrinal teachings of the church.

Scriptural Basis for this Statement: Genesis 2:18-25; Proverbs 5:18-19; Matthew 5, 19; Romans 1; 1 Corinthians 7, 13; Ephesians 5; Colossians 3; 1 Thessalonians 4; 2 Timothy 3; and 1 Peter 3.

2.04. Our Commitment to Accountability.

- A. We believe that we should watch over one another in brotherly love; to remember one another in prayer; to aid one another in sickness and distress; to cultivate Christian sympathy in feeling and Christian courtesy in speech; to be slow to take offense, but always ready for reconciliation and mindful of the teachings of our Savior to secure it without delay.
- B. We believe that Christians are prohibited from bringing civil lawsuits against other Christians or the church to resolve personal disputes. We believe that the church possesses all the resources necessary to resolve personal disputes between members. We do believe, however, that a Christian may seek compensation for injuries from another Christian's insurance company pursuant without malice or slander.
- C. We believe that when we move from this place of worship we will as soon as possible unite with another church of like faith and practice where we can carry out the spirit of this covenant in living out the principles of the Word of God.

ARTICLE 3
CHURCH ORDINANCES

3.01. Baptism.

This Church shall receive for baptism any person who has received Jesus Christ as Savior and Lord by personal faith, who professes Him publicly, and who indicates a commitment to follow Jesus as Lord.

- A. Baptism shall be by immersion in water as an outward expression of faith in the death, burial, and resurrection of Jesus.
- B. The Senior Pastor, or his designee, shall be authorized to administer the Ordinance of Baptism.

3.02. The Lord's Supper.

This Ordinance was established by the Lord Jesus Christ to commemorate the giving of Himself as the Passover Lamb who takes away the sin of the world. The Cup symbolic of His shed blood and the Bread symbolic of His body given for the Church, both as reflections of His finished work on the Cross. The Church shall observe the Lord's Supper as led by the Senior Pastor and Deacons and shall be offered corporately as scheduled by the Senior Pastor/Leadership Team, on a quarterly basis at minimum.

ARTICLE 4
PRINCIPAL OFFICE AND REGISTERED AGENT

4.01 Principal Office.

The principal office of the Church in the State of Texas shall be located at 11300 S Sam Houston Pkwy E, Houston, Texas 77089. The Church may have such offices, either in Texas or elsewhere, as the members may determine. The members may change the location of any office of the Church.

4.02 Registered Agent.

The Church shall comply with the requirements of the Act and maintain a Registered Agent in Texas. The registered office may, but need not, be identical with the Church's principal office in Texas. The members may change the registered office and the registered agent as provided in the Act.

ARTICLE 5
AUTONOMY AND AFFILIATIONS

5.01 Autonomy and Affiliations.

The Church is an autonomous organization and thus maintains the right to govern our own affairs independent of any denominational or other group control. However, we recognize the benefits of cooperation with other organizations and churches in world missions and ministries to carry out the stated purposes of the church. Accordingly, the Church may

voluntarily affiliate or cooperate with other churches or organizations of like faith such as but not limited to the Southern Baptist Convention, the Southern Baptists of Texas Convention, and the Union Baptist Association of Harris County, Texas.

ARTICLE 6

PURPOSES AND POWERS

6.01 Purposes and Powers.

Under the laws of the State of Texas the Church is formed for any lawful purpose or purposes not expressly prohibited under Title 1, Chapter 2, or Title 2, Chapter 22 of the Act, including any purpose described by Section 2.002 of the Act. The Church is organized and is operated exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. Specifically, this Church shall be organized and operated exclusively: (a) as a church as described in Section 170(b)(1)(A)(i) of the Code; and (b) for religious purposes within the meaning of Section 501(c)(3) of the Code. All its property is pledged to be used exclusively for its exempt purposes. Notwithstanding the foregoing, the Church purposes also include the limited participation of the Church in any other activities, but only to the extent the activities would be permitted by an organization recognized as exempt from federal income taxes and described in Section 501(c)(3) of the Code. The Church has as its purpose to Exalt the Savior Jesus Christ, to Evangelize the sinner, and to Equip the Saints. More specifically, but not limited to, the further purposes of the Church are as follows:

- A. The promotion of the Christian religion by all forms of expression within any available medium, and in any location by the Church's combined or separate formation of a church, ministry, charity, school, or eleemosynary institution without limitation.
- B. To engage in religious worship and to promote the spiritual growth and development of individuals.
- C. To maintain the public worship of God and the observance of the two ordinances of the Church.
- D. To conduct the study of Christian doctrines and principles and to encourage individuals in their Christian life as revealed and taught in the Bible.
- E. To engage in the proclamation of the Gospel of Jesus Christ both at home and internationally.
- F. To engage in ministries which promote and advance God's kingdom in all the earth through missions or other like Christian activities at home and abroad.
- G. To license, ordain, and commission those who will be employed and/or discharged as ministers of the Gospel to conduct and carry out divine services at the place of worship of the Church and elsewhere.
- H. To collect and disburse all funds required for the maintenance of the Church and the accomplishment of its purposes.

- I. To make distributions of resources to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended.
- J. The Church is also organized to promote, encourage, and foster any other similar religious, charitable, and educational activities, to accept, hold, invest, reinvest, and administer any gifts, legacies, bequests, devises, funds, and property of any sort or nature, and to use, expend, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the Church, and to engage in any and all lawful acts and activities which may be necessary, useful, suitable, or proper for the furtherance of accomplishing the purposes of this Church. Provided, however, no act may be performed which would violate Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as it may hereafter be amended.

ARTICLE 7 **MEMBERSHIP**

7.01 Delegation of Authority.

The Church is an autonomous congregational organization and thus maintains the right to govern our own affairs independent of any denominational or other group's control but according to general Southern Baptist polity. As mandated in Scripture, the vision and direction of the Church shall be vested in the Senior Pastor/ Leadership Team as they give oversight to teaching the Scriptural principles of the Word of God and the everyday aspects of ministry (Acts 15; Philippians 1:1; and 1 Peter 5:1-4). In compliance with the actions of the early Church (Acts 15), the members have delegated to the Senior Pastor, Leadership Team, and/or Officers of the Church to utilize a decision-making process that shall include the use of duly elected Church members to function in Teams with the consultation of the Deacons as outlined in this document (Article 8:14: Deacons; and Article 9: Standing Teams). Such a delegation of authority reflects a process of the Church which is Pastor/staff-led, congregational-Team supported and in consultation with the Deacons that serve the Church and protect the unity and harmony of the Church family.

7.02 Qualifications for Membership.

A person shall be eligible to become a member of the Church by agreeing to adhere fully to Article 2 of the Church Constitution and Bylaws and by meeting either of the following qualifications and attending the Discover Sagemont Luncheon:

- A. By profession of faith in Jesus Christ and identifying with Him in baptism by immersion. Profession of faith in Jesus Christ involves:
 - 1. Personal conviction of sin and the need for forgiveness (Romans 6:23).
 - 2. Repentance, which is the turning away from sin, and asking Jesus Christ for forgiveness (1 John 1:9).
 - 3. Receiving Jesus Christ as personal Savior and Lord (Romans 10:9-10).

- B. By statement of personal faith in Jesus Christ, coming as a Christian, having been baptized by immersion after their profession of faith in Jesus Christ at a previous church.

7.03 Acceptance into Membership.

Upon verification that a person meets the qualifications for membership provided for in Article 7.02, the Senior Pastor, or his designee(s), will make the final determination of that membership. The granting or maintaining of membership is not guaranteed, and the Church, through the Senior Pastor, or his designee, reserves the right to determine who meets the requirements for membership consistent with the Bible.

7.04 Rights and Responsibilities of Members.

- A. All members of the Church may participate in the ordinance of the Lord's Supper.
- B. Every member of the Church, of the age eighteen (18) or above ("Voting Member"), is entitled to vote at all elections and on all questions submitted to the Church in a church-wide Business Meeting, provided the Voting Member is present. No proxy or absentee voting will be allowed.
- C. Every member of the Church, of the age eighteen (18) or above, is eligible for consideration as a candidate for Team membership and elective positions in the Church, except for the office of Deacon.
- D. Rights of membership in the Church do not confer ownership of any of the Church's property or assets. Nor do the rights of membership in the Church confer any license or right to use any of the Church's property or assets.
- E. All members are expected to be faithful and obedient in all areas of the Christian life, align with the Church's Constitution and Bylaws, attend the services of the Church, give regularly to its support, and participate in the life and mission of the Church and its ministries.

7.05 Termination and Dismissal of Membership.

Membership, and all associated rights conveyed under Section 7.04, shall be terminated in the following ways:

- A. Death of the member.
- B. Transfer of membership through a letter of request from another Baptist church.
- C. Exclusion by action of the Church leadership as pursuant to Article 7.06(b).
- D. Removal upon request or reasonable evidence of membership in another church.
- E. Administrative removal due to inactivity.

7.06 Member Discipline.

It shall be the practice of the Church to emphasize to its members that every reasonable measure will be taken to assist any troubled member. The pastors, staff, and Deacons are available for counsel and guidance.

- A. Member discipline is primarily concerned with reconciliation and restoration and is to be conducted by the Church in accordance with biblical principles, including those found in Matthew 18, 1 Corinthians 5, and Galatians 6. The attitude of members toward one another shall be guided by a concern for redemption rather than punishment. While biblical principles typically require an accuser to personally approach or directly confront a fellow Christian in private regarding allegations of sinful behavior, in some cases (such as charges of significant abuse or other potentially dangerous behavior) it is understandable and acceptable to forego this requirement to pursue the implementation of appropriate church discipline.
- B. Should a condition exist which is causing a member to become a liability to the general welfare of the Church or its mission, the pastors, staff, and/or Deacons will take every reasonable measure to resolve the problem in accordance with Matthew 18. After a sincere attempt to fulfill the guidelines in Matthew 18, with no resolution to the situation, the results of the matter and the decision to terminate membership will be communicated to the Church at an appropriate time and in the appropriate manner. All such proceedings shall be pervaded by a spirit of Christian kindness and forbearance.

7.07 Restoration of Membership.

Any person previously excluded pursuant to Article 7.05(c) may be restored to membership after extensive counsel with the Leadership Team.

ARTICLE 8 **CHURCH OFFICERS/STAFF/LEADERS**

8.01 Officer Positions.

The Officers of the Church shall be the Senior Pastor, as President, a Treasurer (Executive Pastor, or his designee, 8.11) and a Secretary (Church Clerk, 8.12). The Treasurer and Secretary positions shall be nominated by the Personnel Team in counsel with the Senior Pastor. Due to the nature of these positions and their duties and responsibilities, only full-time employees of the Church will be considered for these positions. The Personnel Team, upon the recommendation of the Senior Pastor, may create additional officer positions, define the authority and duties of each such position as approved by the Personnel Team and the Voting Members of the Church. Any two or more offices may be held by the same person, except the office of Senior Pastor and Secretary.

8.02 Staff Positions.

The Personnel Team, upon the recommendation of the Senior Pastor, may create additional staff positions and define the authority and duties of each such position, as approved by the Personnel Team as to their specific place of service as defined in Section 8.06.

8.03 General Duties.

All Officers, staff, and support staff of the Church shall have such authority, perform such duties, and manage the Church in accordance with their specific job responsibilities as may be provided by the Bylaws, or as may be determined by resolution of the Personnel Team, in consultation with the Senior Pastor, from time to time, not inconsistent with these Bylaws.

8.04 Officer/Staff Removal.

Except for the Senior Pastor, any Officer/staff member of the Church elected or appointed by the Personnel Team may be removed by the Personnel Team, in consultation with the Senior Pastor, with or without good cause, and with or without advance notice. The following process shall be observed regarding such a decision:

- A. The Senior Pastor in consultation with the Personnel Team will review and seek to resolve any Officer/staff/employee grievances with all fairness due the employee and the Church.
- B. Leadership Team and supervisors may be terminated from employment with the Church by the Personnel Team in consultation with the Senior Pastor and/or the Leadership Team.
- C. Ministry staff members may be terminated by the Personnel Team in consultation with the Senior Pastor and appropriate supervisor.
- D. Administrative and support staff may be terminated by the appropriate supervisor given oversight of that specific division with the approval of their Executive Pastor/Minister level supervisor, the Senior Pastor, and the Personnel Team.

8.05 Officer/Staff Resignation.

Any Officer/staff member of the Church may resign at any time by giving written notice to the Personnel Team or the Senior Pastor. Such resignation shall take effect at the time specified in the written notice and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

8.06 Officer/Staff Vacancies.

Except for the Senior Pastor's position, a vacancy in any staff member position may be filled by the Personnel Team, in consultation with the Senior Pastor or his designee.

8.07 Employment of Ministry Staff.

Except for the position of Senior Pastor, for any full-time ministerial position, the Senior Pastor and the Personnel Team, in consultation with each other, may search for and hire an

appropriate candidate. If deemed necessary by the Personnel Team in consultation with the Senior Pastor, a Special Ad Hoc Team of at least five (5) members may be created pursuant to Section 9.08 for the purpose of searching for an appropriate candidate and then presenting any such appropriate candidate to the Personnel Team and Senior Pastor for evaluation, vetting, and potential hiring. All ministerial staff shall subscribe to the Sagemont Constitution and Bylaws and to the Baptist Faith and Message 2000.

If the position is for an administrative or support staff position, the candidate may be employed by the appropriate supervisor with the approval of the Personnel Team in consultation with the Senior Pastor or his designee.

8.08 The Senior Pastor.

The Senior Pastor of this Church shall believe that he has been called by God to serve as a Pastor. He shall have been ordained as a minister of the gospel of Jesus Christ. He shall meet the qualifications as outlined in 1 Timothy 3:1-7 and Titus 1:5-9 as interpreted by the Church. He shall subscribe to the Sagemont Constitution and Bylaws and to the Baptist Faith and Message 2000.

The Senior Pastor shall oversee all the endeavors of the Church. The Senior Pastor, or his designee, shall be a non-voting, ex-officio member of all organizations and teams. The Senior Pastor shall lead the Church to function as a New Testament Church. The Senior Pastor shall lead the Church in worship, proclamation, education, administration, and pastoral ministry.

The Senior Pastor shall utilize the Deacons for counsel and he, or his designee, shall meet with them on a regular basis for discussion on the state of the Church to assist in maintaining unity.

The Senior Pastor shall work with the Personnel Team in the hiring of the ministerial, administrative, and support staff, as further described in Section 8.06. All staff shall be under the leadership and supervision of the Senior Pastor.

In the extended absence of the Senior Pastor, until a Senior Pastor is called, the Leadership Team and Personnel Team in consultation with the Deacons shall provide for the leadership and supervision as to the function and operation of the Church.

8.09 The Selection Process of the Senior Pastor.

Upon the vacancy of the Senior Pastor position, the Senior Pastor shall be chosen and called by the members of the Church. The Team on Teams in consultation with the Personnel Team shall select at least seven (7) nominees and no more than twelve (12) nominees that are reflective of the Church membership to serve as the Pastor Search Team (the "PST"). These nominees shall be men and women that have been found faithful in their service to the Church in attendance, tithing, and active involvement in the ministries of the Church. The PST nominees shall be presented to the members for election. Upon their election to the PST, the team in consultation with the Leadership Team shall elect a Chair. In addition, the Personnel Team shall select staff liaisons to serve with the PST. Those chosen to serve as staff liaisons to the PST shall be non-voting, ex-officio members of the team. The PST

shall be tasked with the responsibility to prayerfully seek a Senior Pastor and make their recommendation to the members. The PST will inform the members at least one week prior to the presentation of the prospective candidate for Senior Pastor in a Special Called Business meeting. Upon the presentation of the candidate, the Voting Members shall vote by ballot in the selection process. A vote of eighty percent (80%) of those Voting Members present and voting shall be required to extend a call to the prospective candidate. The Stewards of the Church will be the Tellers.

8.10 The Removal of the Senior Pastor.

The Senior Pastor shall serve indefinitely until his resignation or removal in accordance with the procedures set forth in this document. The tenure of the Senior Pastor may be voluntarily terminated by the Senior Pastor or involuntarily, by the members thirty days after the procedure outlined below or otherwise by mutual consent. If the Senior Pastor is involuntarily terminated by the members, the following procedure shall be employed. Any charge for termination that is brought against the Senior Pastor shall first be reviewed by the Personnel Team. With a seventy-five percent (75%) affirmation for termination, the Personnel Team shall present their decision with their findings in consultation with the Leadership Team, Deacon officers, Chair of Teams on Teams, Chair of Finance and Stewards, jointly. If the decision is still to terminate the Senior Pastor, then the matter is brought before the members in a Special Called Business Meeting. The Special Called Business Meeting shall be announced at least two weeks prior to the meeting. The termination of the Senior Pastor shall require a seventy-five percent (75%) majority vote of the Voting Members present.

8.11 Treasurer.

The Executive Pastor with the Financial Responsibility of the Church or his designee shall function as the Treasurer of the Church. He shall work within the Finance Team's direction to:

- A. Have charge and custody of and be responsible for all the funds and securities of the Church.
- B. Receive and give receipts for money due and payable to the Church from any source.
- C. Deposit all monies in the name of the Church in banks and other depositories as provided in the Bylaws or as directed by the Finance Team.
- D. Write checks and disburse funds to discharge obligations of the Church. In the absence of the Treasurer, checks may be signed by an Authorized Check Signer that has been selected by the Senior Pastor, or his designee.
- E. Maintain the financial books and records of the Church.
- F. Prepare financial statements monthly for the Finance Team Meetings and report current financial information monthly at the Deacons' Meetings
- G. Perform other duties as assigned by the Senior Pastor or the Finance Team.

H. Perform all duties incident to the office of the Treasurer.

8.12 Secretary.

The Church Clerk, or his/her designee, shall be designated the Secretary and the Registered Agent for the Church in the Restated and Amended Certificate of Formation. The Secretary shall:

- A. Give all notices as provided in the Bylaws or as required by law.
- B. Take minutes of the meetings for the members and keep the minutes as part of the corporate records of the Church.
- C. Maintain custody of the corporate records and the seal of the Church.
- D. Affix the seal of the Church to all documents as authorized.
- E. Keep a register of the mailing addresses of every team member serving on every Standing or Special Ad Hoc Team established by the Church and maintain a record for all Officers, staff, and members (with dates of admission and dismissal) and employees of the Church.
- F. Perform duties as assigned by the Senior Pastor.
- G. Perform all duties as incident to the office of the Secretary and Registered Agent.

8.13 Executive Pastors/Ministers.

Executive Pastors/Ministers shall be selected by the Senior Pastor and the Personnel Team, in consultation with each other. If deemed necessary by the Personnel Team in consultation with the Senior Pastor, a Special Ad Hoc Team of at least five (5) members may be created pursuant to Section 9.08 for the purpose of searching for an appropriate candidate and then presenting any such appropriate candidate to the Personnel Team and Senior Pastor for evaluation, vetting, and potential hiring. All candidates for an Executive Pastor/Minister position shall subscribe to the Sagemont Constitution and Bylaws and to the Baptist Faith and Message 2000 and shall be voted on by the Personnel Team. Executive Pastors/Ministers shall:

- A. Be qualified ministerially and educationally to oversee the ministry area that has been assigned to their oversight.
- B. Executive Pastors/Ministers shall be accountable to the Senior Pastor and the Personnel Team and shall adhere to the Church Human Resources policies for the performance of their duties.
- C. Perform additional duties as assigned by the Senior Pastor.

8.14 Deacons.

The Deacons shall be active members and servants of the Church. The role of Deacons includes assisting the Senior Pastor and Leadership Team in caring for the needs of the members of the Church, modeling a heart of servanthood, sharing the Gospel of Jesus

Christ to the community and the world, fostering unity within the Church, and serving as a source of counsel to the Senior Pastor, Leadership Team and Teams.

- A. Structure. The Deacons are recognized and ordained for the purpose of service to the Church. They also are to be counselors to the Senior Pastor and staff to maintain unity within the Church. They shall adhere to the Scriptural qualification as expressed in 1 Timothy 3:8-12. The Deacons shall determine the organizational and operational structure of their service in consultation with the Senior Pastor or his designee. They shall meet regularly with the Senior Pastor to understand the state of the Church to support unity within the Church. The term for service as a Deacon shall be three (3) years as determined by the Deacon body, without limitation on the total number of terms served.
- B. Selection Process. Each Deacon candidate shall be presented to the Church for election as outlined in this Section. Upon the evaluation and approval by the Deacon Nominating Team and Leadership Team any Deacon candidate will be presented for election by the Church. Upon receiving an affirmative vote of the Church of ninety (90%) percent, Deacon candidates shall be elected to serve.
- C. Deacon Nominating Team. The Deacon Nominating Team shall be comprised of at least three (3) active Deacons. The Deacons shall determine and decide the composition, qualifications, and term of members of the Deacon Nomination Team, as well as any internal procedures concerning the evaluation of Deacon candidates.
- D. Removal of Deacons: A Deacon may be removed from service by the Senior Pastor, in consultation with the Chair of the Deacons, Vice Chair of the Deacons, and Team on Teams, for any physical incapacitation rendering them unable to fulfill their responsibility as a Deacon or for a moral failure or a compromise regarding the spiritual integrity of their witness as a member of the Church or for sowing discord among the Church.

8.15 Stewards.

A Steward shall be an active member of Sagemont Church. A minimum of three (3) Stewards shall be recommended by the Senior Pastor, the Chair of Deacons, and the Chair of the Team on Teams and elected by the Church at the annual Church Business Meeting for a five (5) year term and shall serve no more than two (2) consecutive terms. The Stewards shall function in those matters where applicable law or instruction from members specifically requires them to act on behalf of the Church. The Stewards' signatures shall be in their capacity as Stewards, and not as individuals.

- A. Upon a specific vote of the Church authorizing each action, the Stewards shall have the power to buy, sell, convey, lease real property, exchange, transfer, and otherwise dispose of all or any part of the Church's real property. A minimum of two (2) signatures will be required to validate all authorized transactions.
- B. No Church employee or their "relative" may serve as a Steward. For the purpose of the Stewards, relative shall mean "husband, wife, parents of either husband or wife, children of the husband or wife or siblings of the husband or wife."

- C. Removal of Stewards: A Steward may be removed from service by the Senior Pastor, in consultation with the Chair of the Deacons, Chair of the Team on Teams and the Personnel Team, for any physical incapacitation rendering them unable to fulfill their responsibility as a Steward or for a moral failure or a compromise regarding the spiritual integrity of their witness as a member of the Church.

ARTICLE 9

STANDING TEAMS

9.01 General.

The Standing Teams of the Church shall be elected by the members and report to the members. They shall have decision-making responsibility in their respective areas. Each Team shall elect the chair of the respective team and determine the frequency of meetings. They may work in consultation with and seek the counsel of other Teams, Pastors and Deacons in a manner consistent with the purpose of the Church.

- A. Qualifications of Standing Team. Each team member will be nominated based upon due consideration of the following:

1. Their demonstrated commitment to the Church based on:
 - a. Their good rapport within the Church and community.
 - b. Their regular worship and Bible study attendance in the Church.
 - c. Their financial support of the Church with evidence of their faithful financial giving.
 - d. Their spirit of unity and harmony in support of the Church and its pastoral leadership.
2. Their demonstrated experience and background, as it pertains to the duties of the team for which they are being nominated.
3. No individual may serve on more than one team at a time except for being selected to a Special Ad Hoc Team for short-term service.
4. No two family members can serve on the same team.
5. All members serving on a Standing Team must be members of the Church for a minimum of two (2) years. All members serving on the Team on Teams must be members of the Church for a minimum of three (3) years.
6. A minimum of one active deacon shall serve on every standing team.

- B. Limitations on Power of Teams. No Team shall have the authority to:

1. Incorporate or file a Certificate of Formation with the Texas Secretary of State.
2. Adopt a plan of merger or a plan of consolidation with another Church.
3. Authorize the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the Church.

4. Authorize the voluntary dissolution of the Church.
 5. Revoke proceedings for the voluntary dissolution of the Church.
 6. Adopt a plan for the distribution of the assets of the Church.
 7. Amend, alter, or repeal the Constitution and Bylaws.
 8. Take any action outside the scope of authority delegated to it by the members.
- C. Minutes. Minutes shall be kept for all meetings of Teams. The minutes will be submitted to the Church Secretary for record keeping.
- D. Decision Making. The Teams shall make decisions in accordance with the purpose of the Church in their respective areas in consultation with the Senior Pastor and/or other appropriate Staff Liaisons. The Senior Pastor, or his designee, shall be a non-voting, ex-officio member of each team.
1. The quorum for any Standing Team shall be by two-thirds majority of Voting Members.
 2. The role of the Staff Liaison is to provide information to the Team.
 3. The role of the Team is to act on and make decisions based on the information provided.
- E. Term of Office. Each team member serving on a Standing Team shall be elected by the members for a three (3) year term, where one-third (1/3) of each Standing Team's members are elected each year. Each Standing Team shall have nine (9) members. Each Standing Team member shall serve on the team until a successor is appointed or the team is terminated. However, the term of the team member may terminate earlier if the team member dies, ceases to qualify, resigns, or is removed as a Standing Team member, and in the case of a special ad hoc team, if the team is terminated. A vacancy on a team may be filled by an appointment made in the same manner as the original appointment. A person elected to fill a vacancy on a team shall serve for the unexpired portion of the terminated team member's term. Members of Standing Teams who have rotated off cannot be elected for the same Team for a minimum of one (1) year. The Team on Teams has the right and authority to extend the service of any team member on any team when such actions are deemed in the best interest of the Church.

The Church shall have the following Standing Teams:

9.02 Team on Teams.

The Team on Teams in consultation with the Leadership Team shall nominate and recruit prospective Team on Team members when the Term of Office is complete or a vacancy arises pursuant to Section 9.01(e), above.

The Team on Teams in consultation with the Senior Pastor, or his designee, shall nominate and recruit all team members along with any special ad hoc teams of the Church as deemed necessary. All nominees shall be selected by a vote of the members and shall retain the

right to vote on all matters related to the scope of the team on which they serve. Relatives and spouses of staff members are prohibited from serving on this team.

Duties. The Team on Teams in consultation with the Senior Pastor, or his designee, shall have the following duties:

- A. Solicit nominations from the members and Leadership Team and recommend to the members team members of all Standing Teams and special ad hoc teams of the Church.
- B. In consultation with the Senior Pastor, be responsible for preparing a job description when a new team is created, and to present the job description at the same time the new team is presented to the members for approval.
- C. Meet when needed with team chairs to plan, coordinate, and evaluate the team's work and discuss removal of any team member.
- D. Channel work to the proper team as needed.
- E. Establish the Team on Teams policies and make these policies available to the members and Secretary.

9.03 Finance Team.

The Finance Team in consultation with the Senior Pastor and Executive Pastor responsible for the Finances of the Church, or his designee, shall oversee and verify the financial integrity of the Church as well as counsel the Leadership Team and navigate the necessary financial processes for the ministry of the Church. Relatives and spouses of a staff members are prohibited from serving on the Finance Team.

Duties. The Finance Team in consultation with the Senior Pastor, or his designee, shall have the following duties:

- A. Work with the Leadership Team and the Executive Pastor responsible for the Finances of the Church or his designee to establish all financial policies and make these policies available to the members and Secretary.
- B. Review financial statements monthly to assess income and expenditures relative to budget.
- C. See that committed obligations are properly met; that income and expenditures are kept in proper balance; and that expenditures are in accordance with the budget as approved by the members.
- D. Develop the policy for acceptance, on behalf of the Church, of all contributions, gifts, or bequests as defined in Article 6.01 and 11.02(c).
- E. Develop and maintain, consistent with IRS regulations, a policy on what designated funds will be accepted.
- F. Review requests from various Department Directors and present an annual budget recommendation for approval by the Sagemont Church Body.

- G. Assist the staff with any stewardship emphasis and/or promotion within the congregation.
- H. Provide operating flexibility and approve any necessary reallocation of funds within the approved budget during the fiscal year.
- I. Provide operating flexibility and approve any necessary reduction of funds within the approved Church and/or capital spending budget and funds available during the fiscal year.
- J. Establish levels of authorization for Senior Administrative Financial staff along with various levels of staff that can obligate the Church.
- K. Produce any necessary audit required by the Church as defined in Article 12.04.

9.04 Personnel Team.

The Personnel Team shall oversee the personnel administration of the Church. Relatives and spouses of staff members are prohibited from serving on the Personnel Team.

Duties. The Personnel Team in consultation with the Senior Pastor, or his designee, shall have the following duties:

- A. Establish the Church's Personnel Team operational policies, employee Human Resource policies and make them available to the staff and members and Secretary.
- B. Authority to commit funds not to exceed their year-to-date budget without Finance Team approval.
- C. Determine and approve the compensation of the Senior Pastor. To complete this duty, the Personnel Team may consider all duties of the employee whose compensation is in question, performance evaluations, compensation comparability data, and other relevant information. The Senior Pastor shall not participate in the discussion and formulation of his salary and benefits, or, if applicable, any family member's salary or benefits. In performing this duty, the Personnel Team shall serve in the capacity of an "Independent Compensation Team."
- D. Oversee salary administration, performance reviews, and any necessary discipline of professional pastoral/ministerial staff.
- E. Review and approve professional pastoral/ministerial staff positions and job descriptions.
- F. Develop and recommend the annual personnel budget to the Finance Team.
- G. In consultation with the Senior Pastor, interview, hire, and introduce to the members all professional pastoral/ministerial staff except the Senior Pastor.

9.05 Building and Grounds Team.

The Building and Grounds Team shall research cost and supplies for significant and material construction and replacement/repair projects and implement approved projects.

Duties. The Building and Grounds Team in consultation with the Senior Pastor, or his designee, shall have the following duties:

- A. Research cost for construction projects with Staff Liaison and Facilities Manager.
- B. Review significant projects (over \$10,000) and recommend funding not to exceed the year-to-date operating budget and/or capital budget.
- C. Review significant projects and/or contracts/agreements for custodial services, security systems, mechanical, electrical services, and landscaping, and any other services within their respective area that can be accomplished within the approved church budget.
- D. Assist in overseeing projects until completion.
- E. Report to Staff Liaison any repair/remodeling request from members.
- F. Review and assist in the maintenance of Church buildings and grounds.
- G. Develop, with the Staff Liaison, a preventive maintenance program and safety program.
- H. Meet when needed, with the Senior Pastor or other leadership staff, to discuss and plan for current or future facility needs.
- I. Communicate to the members the activities of the Team, as appropriate.
- J. Establish the Building and Grounds Team Policies and make these policies available to the members and Secretary.
- K. Ensure critical maintenance records are regularly maintained.

9.06 Visionary Team.

The Visionary Team shall assist the Senior Pastor and Leadership Team in planning issues related to expansion and growth of the Church organization with a forecast of one (1) to five (5) years.

Duties. The Visionary Team in consultation with the Senior Pastor, or his designee, shall have the following duties:

- A. Consult with Church staff regarding future facility needs, growth, and future projects that will affect physical plant requirements.
- B. Review and approve all proposed major physical plant changes before any actual changes are made that will affect the use, entrances and exits, security, or codes and ordinances governing Church operations.
- C. Make recommendations to commit future funds not to exceed the approved year-to-date capital budget.
- D. In consultation with the Senior Pastor and other leadership staff make recommendations for projects that might include new construction and/or

significant remodeling of our current facilities, that could necessitate a giving campaign.

- E. Assist with the supervision for any new building projects, or significant remodeling projects.
- F. Review any real estate opportunities that may come to the Church from time to time.
- G. Review and establish the Church's long-range facilities plan to accommodate future Church growth.
- H. Meet when needed, with the Senior Pastor or other leadership staff, to discuss and plan for current or future facility needs.
- I. Communicate to the members the activities of the Team, as appropriate.
- J. Establish the Visionary Team Policies and make these policies available to the members and Secretary.

9.07 Missions Team.

The Missions Team shall assist the Senior Pastor, and/or his designee, in strategic efforts, planning, financial insight, and counsel in how best and most effectively to reach a hurting and lost world.

Duties. The Missions Team in consultation with the Senior Pastor, or his designee, shall have the following duties:

- A. Equip and mobilize our members to further the Kingdom of God outside the walls of the Church.
 - 1. Through international mission opportunities, helping fulfill the mission of being witnesses to the "ends of the Earth" (Acts 1:8).
 - 2. Through state and national mission opportunities, helping fulfill the mission of being witnesses to our "Judea and Samaria" (Acts 1:8).
 - 3. Through local mission opportunities in the greater Houston area, helping to fulfill the mission of being witnesses to our "Jerusalem" (Acts 1:8).
- B. Strategically develop engagement and mobilization efforts to enable church members to serve with the many mission organizations supported by the church's funding.
- C. Review the effectiveness of the mission opportunities that the Church sponsors/supports and change or eliminate as necessary. Help identify new opportunities and partnerships.
- D. Identify, investigate, and provide planning and oversight for mission trip opportunities locally, nationally, and internationally for member participation.

- E. In consultation with the Senior Pastor, and/or his designee, help review and advise on the annual budget for the Church's various mission opportunities in consultation with the Finance Team.
- F. Provide counsel and advice on the distribution of financial resources available to ministry partners locally and internationally.
- G. Submit any/all proposed gifts payable to non-501(c)(3) organizations for advance approval, to a sub-team, consisting of three (3) to five (5) members from within and/or outside the Missions Team, to ensure such gifts are consistent with IRS requirements.
- H. Authority to commit funds not to exceed their year-to-date budget without Finance Team approval.
- I. Communicate to the members of the church the various mission opportunities and the activities of the Team, as appropriate.
- J. Establish the Missions Team Policies and make these policies available to the members of the church and Secretary.

9.08 Special Ad Hoc Teams.

The Team on Teams in consultation with the Senior Pastor, or his designee, may create Special Ad Hoc Teams as needed from time to time. A Special Ad Hoc Team is one which has a definite assignment for a specific occasion or time. With the completion of its assignment, the special ad hoc team is automatically dissolved. Minutes shall be kept for all meetings of special ad hoc teams. The minutes will be submitted to the Church Secretary for record keeping.

ARTICLE 10 **CHURCH MEETINGS**

10.01 Worship Services.

The Church shall meet weekly for the worship of Almighty God. The Church shall also conduct worship services at such other times as shall meet the needs of the Church body. Prayer, praise, preaching, instruction, and evangelism shall be among the ingredients of worship services. The Senior Pastor, or his designee, shall be responsible for the conduct of all worship services.

10.02 Business Meetings.

- A. General. Business Meetings shall be called annually and as needed by the Senior Pastor or Executive Pastor or their designee. Each Voting Member is entitled to one vote. Voting by proxy is prohibited. The duration of any Business Meeting shall not exceed one (1) hour unless prior notification is given. Reasonable effort will be made so that the Business Meeting shall not conflict with other scheduled Church meetings. When necessary, a business meeting may be broken into two or more

parts; the first part(s) for the purpose of discussion and the final for the purpose of the vote. The vote at the final session is then without discussion. Childcare shall be provided for Business Meetings.

Business Meetings shall have the purpose of transacting any of the following businesses of the Church:

1. The annual ministry budget presentation.
2. The election of the Senior Pastor.
3. The disposition of all or a substantial portion of the assets of the Church.
4. The merger or dissolution of the Church.
5. The acquisition or sale of real property.
6. The vote on Standing Teams, or Stewards.
7. Amendments to the Constitution and Bylaws of the Church.
8. Any other Church concerns or Church business as designated by the Senior Pastor or the Executive Pastor, or the Chair of Teams on Teams, Chair of Personnel Team or Chair of Finance.

All other decisions and actions shall be delegated to the appropriate Team(s), Senior Pastor and/or Leadership Team.

- B. Special Meetings. Special Church membership meetings shall be called by the Senior Pastor, the Executive Pastor, their designee, or the Chair of Teams on Teams, Chair of Personnel Team and Chair of Finance and Chair of Deacons, jointly. The presentation of a petition signed by at least fifteen percent (15%) of the Voting Members to the Senior Pastor or Executive Pastor shall require them to call a Special Meeting on the subject of the petition within thirty days after receipt. Special meetings may be called at any time provided notice is given in the regular Sunday morning services at least two (2) weeks before the special meeting and a clear purpose of the special meeting is included in the announcement. Special Meetings may have any purpose as deemed appropriate by the person(s) calling the meeting.
- C. Quorum. A quorum for Church business meetings consists of those Voting Members who attend the business meeting, provided proper notification has been given.
- D. Notification. The Secretary shall be responsible for giving proper notification for all Business Meetings including the agenda, the purpose, content, date, time (duration, if longer than specified above), availability of childcare, and meeting location. It shall be given in such a manner that Voting Members have reasonable opportunity to receive notice of the meeting that complies with the Texas Business Organizations Code requirements.

1. Business Meetings: Two (2) weeks' notice shall be provided for the discussion part(s) of any Called Business Meetings.
 2. Emergency Business Meetings: In those cases where proper notification is not possible, notification shall be attempted in at least one of the following ways (see Section 15.01):
 - a. Phone calls to all Voting Members,
 - b. Email, text message, or electronic communication sent to all Voting Members, or
 - c. Prominently displayed on the Church's website.
- E. All other business shall be referred to the appropriate Team or Ministry in writing for their consideration and action.

10.03 Parliamentary Authority.

The rules contained in the latest edition of *Roberts Rules of Order* shall govern the Church business meetings, special meetings, Team meetings, and Deacons' meetings in all cases to which they are applicable and in which they are not inconsistent with the Bylaws and any special rules of order that may be properly adopted.

10.04 Voting by Proxy.

No person shall vote by proxy in any Church business meeting or special meeting.

10.05 Quarterly Updates.

- A. General. Quarterly updates shall be held or presented on at least a quarterly basis to inform and communicate to the Church updates concerning the ministry operations of the Church, including but not limited to the following categories of information:
1. The year-to-date budget of the Church with financial comparisons to previous budget or budget numbers.
 2. Ministry highlights (events past and future, baptisms, etc.)
 3. Staff changes/updates.

ARTICLE 11 **TRANSACTIONS of the CHURCH**

11.01 Ownership and Distribution of Property.

- A. The Church shall hold, own, and enjoy its own personal and real property except as provided in these Constitution and Bylaws.

- B. “Dissolution” means the complete disbanding of the Church so that it no longer functions as a congregation or as a corporate entity. Upon the dissolution of the Church, its property shall be applied or distributed as follows:
1. All liabilities and obligations the Church shall be paid and discharged, or adequate provision shall be made.
 2. Assets held by the Church upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements.
 3. All other assets of the Church shall be distributed to an organization qualified as exempt from taxes under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter the “Code”), that serves similar purposes as the Church.
 4. A Special Business Meeting, with proper notice as per this Constitution and Bylaws, shall be called for the express purpose of voting on any dissolution. A seventy-five percent (75%) majority vote of the Voting Members present is required to approve the dissolution.
- C. Merger between the Church and any other entity:
1. In the event a merger is proposed or is being considered, the proposal must be brought to the attention of the members of the Church for authorization to pursue further.
 2. The final details and recommended action of the merger shall be presented at a Special Business Meeting with proper notice as per this Constitution and Bylaws. A seventy-five percent (75%) majority vote of the Voting Members present is required to approve the merger proposal.

11.02 Contracts, Deposits, Gifts, and Affiliated Transactions.

- A. Contracts: The Senior Pastor, or his designee, may authorize any Officer or agent of the Church to enter a contract or execute and deliver any approved instrument in the name of, and on behalf of, the Church. This authority may be limited to a specific contract or instrument, or it may extend to any number and type of possible contracts and instruments.
- B. Deposits: All funds of the Church shall be deposited to the credit of the Church in banks, trust companies, or other depositories approved by the Finance Team.
- C. Gifts: The Finance Team may accept on behalf of the Church any contribution, gift, or bequest, for unrestricted operations, or for any temporary restricted purpose of the Church.
- D. Affiliated Transactions:
1. No contract or transaction between the Church and one or more of its Standing Team members or Officers, or between the Church and any other corporation, partnership, or association or other organization in which one

or more of the Church's Standing Team members, or Officers are directors or officers, or have a financial interest, shall be void or voidable solely for this reason, if:

- a. The material facts concerning the financial interests are disclosed to the Finance Team and they authorize the contract or transaction by the affirmative vote of a majority of the disinterested Finance Team members.
 - b. The contract or transaction is fair to the Church at the time of the approval. Nothing herein shall prevent retroactive approval of a transaction.
 - c. The interested Standing Team member that is present may be counted towards a quorum for purposes of voting on the contract or transaction and may participate in the discussion of the matter but may not vote.
2. Loans: The Church shall not make any loan to a Standing Team member, Officer, or employee of the Church, or to a family member of any of these.

11.03 Prohibited Acts, Authorized Check Signers, and Whistleblower Policy

A. Prohibited Acts:

1. As long as the Church is in existence, and except with the prior approval of the members, no pastor, minister, Standing Team member, Deacon, employee, or Officer of the Church shall:
 - a. Do any act in violation of the Constitution and Bylaws, or a binding obligation of the Church.
 - b. Do any act with the intention of harming the Church or any of its operations.
 - c. Do any act that would make it impossible or unnecessarily difficult to carry on the intended or ordinary business of the Church.
 - d. Receive an improper personal benefit from the operation of the Church.
 - e. Use the assets of the Church, directly, or indirectly, for any purpose other than carrying on the intended or ordinary business of the Church.
 - f. Wrongfully transfer or dispose of Church property, including intangible property, such as good will.
 - g. Use the name of the Church (or any substantially similar name), or any trademark or trade name adopted by the Church, except on behalf of the Church in the ordinary course of the Church's business.

- h. Disclose any of the Church's business practices, trade secrets, or any other information not generally known to the business community to any person not authorized to receive it.
- B. Authorized Check Signers: The Senior Pastor, or his designee, in consultation with the Finance Team shall select and oversee the authorization of the Church Check Signers.
- C. Whistleblower Policy: The Personnel Team shall establish policies and procedures to allow and encourage any person having cause to believe that the Church is involved in any activity or transaction that is in violation of the law to report that belief to a member of the Personnel Team or their designated representatives and to have all such reports thoroughly investigated and the results reported to the Personnel Team and Senior Pastor, or his designee. The reporting person shall not be subject to retaliation for making a good faith report. The Personnel Team shall utilize the proper area of responsibility to take any remedial or other corrective action that is appropriate for any reported violation that is found to be valid or accurate.

ARTICLE 12

BOOKS and RECORDS

12.01 Required Books and Records.

The Church shall keep correct and complete books and records of account under the responsibility of the Executive Pastor, or his designee. The Church's books and records ("Required Books and Records") shall include:

- A. A file-endorsed copy of all documents filed with the Texas Secretary of State relating to the Church, including, but not limited to, the Certificate of Formation, and any articles of amendment, articles of merger, and statement of change of registered office or registered agent.
- B. A copy of the Constitution and Bylaws, and any amended versions or amendments to the Constitution and Bylaws.
- C. Policies and Procedures: Any written Policies and Procedures shall be maintained in the Church Office and available for review by the Church members.
- D. Minutes of the proceedings of the Voting Members and Standing Teams.
- E. A list of the names and addresses of Officers, Voting Members, and any Standing Team of the Church.
- F. A financial statement showing the assets, liabilities, and net worth of the Church at the end of the most recent three fiscal years.
- G. A financial statement showing the income and expenses of the Church for the most recent three fiscal years.

- H. All rulings, letters, and other documents relating to the Church's federal, state, and local tax status.
- I. The Church's federal, state, and local information or income tax returns for each of the Church's three most recent tax years, if applicable.

12.02 Inspection and Copying of Required Church Records.

Any member or Officer of the Church may inspect and receive copies of all Required Books and Records of the Church as defined in Section 12.01. Employee and volunteer records are always private and not part of the Required Books and Records. Such a member or Officer of the Church may inspect or receive copies if they have a proper purpose related to their interest in the Church as determined by the Executive Pastor, or his designee, and the applicable Standing Team. A member or Officer of the Church, entitled to inspect the Church's Required Books and Records, may do so at a reasonable time no later than required by Internal Revenue Regulation after the Church's receipt of a proper, approved written request. The Finance Team may establish reasonable fees for copying the Church's Required Books and Records. The fees may cover the cost of materials and labor but may not exceed the Internal Revenue Service guidelines for providing copies. The Church shall receive and respond as required by Internal Revenue Service guidelines to requests from the public for copies of the Church's Form 1023 and Form 990, if any. The Church shall maintain a file containing all documents required by the Internal Revenue Service to be made available to the public.

12.03 Fiscal Year.

The fiscal year of the Church shall begin on the first day of April and end on the last day of March in each year.

12.04 Audited Financial Statements.

The Church will conduct an audit of its financial statements every three years. The audits will alternate between a full audit and a financial statement review in years two and three. The Finance Team shall appoint an Audit Team consisting of a minimum of three (3), and a maximum of five (5) people who will report directly to the Finance Team. The Audit Team shall consist of a majority from the Finance Team. A minimum of two (2) members from within or outside the Finance Team must be Certified Public Accountants. The duty of the Audit Team is to review the audits, communicate with the auditors and report to the Finance Team and Leadership Team upon completion of the audit.

The full audit will be performed by a Certified Public Accounting firm selected by the church's Executive Director of Administration and Operations in consultation with the Accounting Director and Audit Team.

The financial statement review will be contracted by the Finance Team for evaluating the church's policies, procedures and practices ensuring that the church is adhering to Federal and State guidelines for operating a non-profit organization consistent with their laws, regulations, policies, and sound accounting practices. (GAAP)

In addition, the Audit Team may also request additional transaction testing over and above the normal scope of the audit as needed to enhance the church's internal control.

ARTICLE 13

INDEMNIFICATION AND INSURANCE

13.01 When Indemnification is Required, Permitted, and Prohibited.

- A. The Church shall indemnify a member, Standing Team member, Officer, other team member, employee, or agent of the Church who was, is, or may be named defendant or respondent in any proceeding as a result of his or her actions or omissions within the scope of his or her official capacity in the Church. For the purposes of this article, an agent includes one who is or was serving at the request of the Church as a director, Standing Team or other team member, Officer, or partner. However, the Church shall indemnify a person only if he or she acted in good faith and reasonably believed that the conduct was in the Church's best interests. In a case of a criminal proceeding, the person may be indemnified only if he or she had no reasonable cause to believe that the conduct was unlawful. The Church shall not indemnify a person who is found liable to the Church or is found liable to another on the basis of improperly receiving a personal benefit. A person is conclusively considered to have been found liable in relation to any claim, issue, or matter if a court of competent jurisdiction has adjudged the person liable and all appeals have been exhausted.
- B. The termination of a proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent does not necessarily preclude indemnification by the Church.
- C. The Church shall pay or reimburse expenses incurred by a member, Standing Team member, Officer, team member, employee, or agent of the Church in connection with the person's appearance as a witness or other participation in a proceeding involving or affecting the Church when the person is not a named defendant or respondent in the proceeding.
- D. In addition to the situations otherwise described in this Section 13.01, the Church may indemnify a member, Standing Team member, Officer, team member, employee, or agent of the Church to the extent permitted by law. However, the Church shall not indemnify any person in any situation in which indemnification is prohibited by the terms of Section 13.01(A), above.
- E. Before the final disposition of a proceeding, the Church may pay indemnification expenses permitted by the Bylaws and authorized by the Church. However, the Church shall not pay indemnification expenses to a person before the final disposition of a proceeding if: the person is a named defendant or respondent in a

proceeding brought by the Church or the person is alleged to have improperly received a personal benefit or committed other willful or intentional misconduct.

- F. If the Church may indemnify a person under the Bylaws, the person may be indemnified against judgments, penalties, including excise and similar taxes, fines, settlements, and reasonable expenses (including attorney's fees) actually incurred in connection with the proceeding. However, if the proceeding was brought by or on behalf of the Church, the indemnification is limited to reasonable expenses actually incurred by the person in connection with the proceeding.

13.02 Procedures Relating to Indemnification Payments.

- A. Before the Church may pay any indemnification expenses (including attorney's fees), the Church shall specifically determine that indemnification is permissible, authorize indemnification, and determine that expenses to be reimbursed are reasonable, except as provided in Section 13.02(C), below. The Church may make these determinations and decisions by any one of the following procedures:
 - 1. By a majority vote of a quorum consisting of Personnel Team members who, at the time of the vote, are not named defendants or respondents in the proceeding.
 - 2. If such a quorum cannot be obtained, by a majority vote of a Personnel Team, designated to act in the matter by a majority vote of the Personnel Team members, consisting solely of two or more Personnel Team members who at the time of the vote are not named defendants or respondents in the proceeding.
 - 3. Determination by special legal counsel selected by the Personnel Team by vote as provided in Section 13.02(A)(1) or 13.02(A)(2), or if such a quorum cannot be obtained and such a Team cannot be established, by a majority vote of all Personnel Team members.
- B. The Church shall authorize indemnification and determine that expenses to be reimbursed are reasonable in the same manner that it determines whether indemnification is permissible. If the determination that indemnification is permissible is made by special legal counsel, authorization of indemnification and determination of reasonableness of expenses shall be made in the manner specified by Section 13.02(A)(3), above, governing the selection of special legal counsel. A provision contained in the Certificate of Formation, the Bylaws, or a resolution of members or the Personnel Team that requires the indemnification permitted by Section 13.01, above, constitutes sufficient authorization of indemnification even though the provision may not have been adopted or authorized in the same manner as the determination that indemnification is permissible.
- C. The Church shall pay indemnification expenses before final disposition of a proceeding only after the Church determines that the facts then known would not preclude indemnification and the Church receives a written affirmation and undertaking from the person to be indemnified. The determination that the facts then known to those making the determination would not preclude indemnification

and authorization of payment shall be made in the same manner as a determination that indemnification is permissible under Section 13.02(A), above. The person's written affirmation shall state that he or she has met the standard of conduct necessary for indemnification under the Bylaws. The written undertaking shall provide for repayment of the amount paid or reimbursed by the Church if it is ultimately determined that the person has not met the requirements for indemnification. The undertaking shall be an unlimited general obligation of the person, but it need not be secured, and it may be accepted without reference to financial ability to make repayment.

ARTICLE 14

NOTICES

- 14.01 Notices.** Any notice required or permitted by the Bylaws to be given to a Standing Team member, Officer, member, or other team member may be given in any manner allowed by the Act. For all member meetings, Section 10.02 above shall govern notice. If mailed, a notice shall be deemed to be delivered when deposited in the United States mail addressed to the person at his or her address as it appears on the records of the Church, with postage prepaid. If notice is served by facsimile or e-mail, the person giving notice shall retain records sufficient to prove actual delivery to the appropriate number or e-mail address. A person may designate his or her preferred notice method and shall provide all necessary information regarding the same by giving written notice to the Secretary. Without a preference designation, the person serving the notice shall give notice by mail.
- 14.02 Signed Waiver of Notice.** Whenever any notice is required to be given under the provisions of the Act or under the provisions of the Certificate of Formation or the Bylaws, a waiver in writing signed by a person entitled to receive a notice shall be deemed equivalent to the giving of the notice. A waiver of notice shall be effective whether signed before or after the time stated in any such notice requirement being waived.
- 14.03 Waiver of Notice by Attendance.** The attendance of a person at a meeting shall constitute a waiver of notice of the meeting unless the person attends for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

ARTICLE 15

SPECIAL PROCEDURES CONCERNING MEETINGS

- 15.01 Meeting by Electronic Means.** The Standing Teams, Deacons, members, and any other teams of the Church may hold a meeting by telephone conference call or other electronic means in which all persons participating in the meeting can communicate with each other. The notice of a meeting by electronic means must state the fact that the meeting will be held by electronic means, as well as all other matters required to be included in the notice. Participation of a person in a meeting by conference call or other electronic means constitutes presence of that person at the meeting.

ARTICLE 16
ORDINATION, LICENSING, and COMMISSIONING

16.01 Ordination, Licensing, and Commissioning.

The Church shall ordain, license, and/or commission individuals who are members of the Church or former members of the Church as approved and administered by the Senior Pastor or his designee. Individuals who sense the call of God to full-time ministry, being led by the Holy Spirit to fulfill this call, may request a meeting with the Senior Pastor or a Leadership Team member chosen by the Senior Pastor to discuss their desire for being set aside for ministry. Individuals desiring ordination or licensing must meet the scriptural requirements for Church leaders as described in 1 Timothy 3:1-7 and Titus 1:5-9.

- A. If the Senior Pastor approves the request, the individual will undergo an affirmation of the calling by responding to a series of questions and examinations related to their call to the ministry, conversion experience, ethics, morals, personal beliefs, and doctrinal positions on various theological matters. This affirmation process will be conducted by a panel consisting of the Senior Pastor, Deacons of the Church, and other ordained persons as determined by the Senior Pastor.
- B. All candidates for ordination, licensing, or commissioning must express their agreement with the Baptist Faith and Message, the Church position on marriage and sexual conduct, and the passion and concern for the souls of mankind as stated in Articles 1 and 2 of the Church Bylaws.
- C. Upon satisfactory completion of the examination process and affirmation of the person calling, the individual will be brought before the Church for approval at a called meeting of the Church. If the individual is approved by the Church, a date and time will be established for the ordination, licensing, or commissioning, as applicable, of the individual at which time the event will be completed. The individual will receive a certificate from the Church confirming their ordination, licensing, or commissioning.
- D. This certificate may be revoked by the Church at the sole discretion of the Church upon evidence that the person is found to be living a life that is unbecoming of a servant of the Lord or is preaching/teaching messages contrary to the Word of God. This process will be led by and under the direction of the Senior Pastor.

ARTICLE 17
MISCELLANEOUS PROVISIONS

17.01 Amendments to Constitution and Bylaws.

This Constitution and Bylaws may be altered, amended, or repealed, and new bylaws adopted by a two-thirds (67%) vote of the Voting Members present. Changes in the Constitution and Bylaws may be made at any business meeting of the Church, provided each amendment shall have been presented in writing at a previous business meeting, and copies of the proposed amendment shall have been furnished to each Voting Member present at the

earlier meeting, which must have been held at least two (2) weeks previously. The Bylaws will be reviewed by the Leadership Team every two years, and any necessary changes will be presented to the church body.

17.02 Construction of Bylaws.

These Bylaws shall be construed in accordance with the laws of the State of Texas. All references in the Bylaws to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time. If any Bylaw provision is held to be invalid, illegal, or unenforceable in any respect, the invalidity, illegality, or unenforceability shall not affect any other provision and the Bylaws shall be construed as if the invalid, illegal, or unenforceable provision had not been included in the Bylaws. The headings used in the Bylaws are used for convenience and shall not be considered in construing the terms of the Bylaws. Wherever the context requires, all words in the Bylaws in the male, female, or neuter genders shall be deemed to include the other genders, all singular words shall include the plural, and all plural words shall include the singular.

17.03 Power of Attorney.

A person may execute any instrument related to the Church by means of a power of attorney if an original executed copy of the power of attorney is provided to the Senior Pastor, or his designee, to be kept with the Church records.

17.04 Parties Bound.

The Constitution and Bylaws shall be binding upon and inure to the benefit of the Church members, Officers, employees, and agents of the Church except as otherwise provided in the Bylaws.

17.05 Seal.

The Secretary may provide for a corporate seal.

17.06 Resolution of Legal Disputes.

Church members are encouraged to resolve disputes with each other in private, or within the Church, according to the principles stated in the Bible, including Matthew 18:15-20 and 1 Corinthians 6:1-8. This article does not pertain to the resolution of any criminal allegations, although the Church encourages personal reconciliation. The leadership of Sagemont Church (including Pastors, Staff, Deacons, Team Leaders, etc.) are committed to adhering to any and all legal requirements for mandatory reporting as described by applicable law.

ARTICLE 18 **EMERGENCY POWERS AND BYLAWS**

18.01 Emergency Powers and Bylaws.

An “emergency” exists for the purposes of this Section if a quorum of the Voting Members cannot readily be obtained because of some catastrophic event, including, but not limited

to, a pandemic or epidemic. In the event of an emergency, the Senior Pastor or Leadership Team or the Chair of Teams on Teams, Chair of Personnel Team and Chair of Finance and Chair of Deacons, jointly may: 1) modify lines of succession to accommodate the incapacity of any Officer, employee, or agent; and 2) relocate the principal office, designate alternative principal offices or regional office, or authorize Officers to do so. During an emergency, notice of a meeting of the members only needs to be given to those members for whom such notice is practicable whether for an Emergency Church Meeting and/or a Team Meeting of any Standing Team. Necessary or prudent action taken in good faith during an emergency binds the Church and may not be the basis for imposing liability on any Officer, employee, or agent of the Church on the ground that the action was not authorized. The Senior Pastor or Leadership Team (as defined herein) in agreement with the Chair of Deacons or other Deacon officers may also adopt emergency bylaws, subject to amendments or repeal by the Voting Members, which may include provisions necessary for managing the Church's operations during an emergency including: 1) procedures for calling a meeting of the Voting Members; and 2) quorum requirements for the meeting. The emergency bylaws shall remain in effect only during the emergency and not after the emergency ends.

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ADDENDUM 1
TO THE CONSTITUTION AND BYLAWS,
ARTICLE 2. EXPECTATIONS OF EACH MEMBER AND EMPLOYEE,
SECTION 2.03. OUR COMMITMENT TO THE INSTITUTION OF MARRIAGE.

**NASHVILLE STATEMENT:
A COALITION OF BIBLICAL SEXUALITY**

“Know that the LORD Himself is GOD, it is He who has made us, and not we ourselves...”
-Psalm 100:3

Preamble

Evangelical Christians at the dawn of the twenty-first century find themselves living in a period of historic transition. As Western culture has become increasingly post-Christian, it has embarked upon a massive revision of what it means to be a human being. By and large the spirit of our age no longer discerns or delights in the beauty of God’s design for human life. Many deny that God created human beings for his glory, and that his good purposes for us include our personal and physical design as male and female. It is common to think that human identity as male and female is not part of God’s beautiful plan, but is, rather, an expression of an individual’s autonomous preferences. The pathway to full and lasting joy through God’s good design for his creatures is thus replaced by the path of shortsighted alternatives that, sooner or later, ruin human life and dishonor God.

This secular spirit of our age presents a great challenge to the Christian church. Will the church of the Lord Jesus Christ lose her biblical conviction, clarity, and courage, and blend into the spirit of the age? Or will she hold fast to the word of life, draw courage from Jesus, and unashamedly proclaim his way as the way of life? Will she maintain her clear, counter-cultural witness to a world that seems bent on ruin?

We are persuaded that faithfulness in our generation means declaring once again the true story of the world and of our place in it—particularly as male and female. Christian Scripture teaches that there is but one God who alone is Creator and Lord of all. To him alone, every person owes glad-hearted thanksgiving, heart-felt praise, and total allegiance. This is the path not only of glorifying God, but of knowing ourselves. To forget our Creator is to forget who we are, for He made us for Himself. And we cannot know ourselves truly without truly knowing him who made us. We did not make ourselves. We are not our own. Our true identity, as male and female persons, is given by God. It is not only foolish, but hopeless, to try to make ourselves what God did not create us to be.

We believe that God’s design for his creation and his way of salvation serve to bring him the greatest glory and bring us the greatest good. God’s good plan provides us with the greatest freedom. Jesus said he came that we might have life and have it in overflowing measure. He is for us and not against us. Therefore, in the hope of serving Christ’s church and witnessing publicly to the good purposes of God for human sexuality revealed in Christian Scripture, we offer the following affirmations and denials.

Article 1

WE AFFIRM that God has designed marriage to be a covenantal, sexual, procreative, lifelong union of one man and one woman, as husband and wife, and is meant to signify the covenant love between Christ and his bride the church.

WE DENY that God has designed marriage to be a homosexual, polygamous, or polyamorous relationship. We also deny that marriage is a mere human contract rather than a covenant made before God.

Article 2

WE AFFIRM that God's revealed will for all people is chastity outside of marriage and fidelity within marriage.

WE DENY that any affections, desires, or commitments ever justify sexual intercourse before or outside marriage; nor do they justify any form of sexual immorality.

Article 3

WE AFFIRM that God created Adam and Eve, the first human beings, in his own image, equal before God as persons, and distinct as male and female.

WE DENY that the divinely ordained differences between male and female render them unequal in dignity or worth.

Article 4

WE AFFIRM that divinely ordained differences between male and female reflect God's original creation design and are meant for human good and human flourishing.

WE DENY that such differences are a result of the Fall or are a tragedy to be overcome.

Article 5

WE AFFIRM that the differences between male and female reproductive structures are integral to God's design for self-conception as male or female.

WE DENY that physical anomalies or psychological conditions nullify the God-appointed link between biological sex and self-conception as male or female.

Article 6

WE AFFIRM that those born with a physical disorder of sex development are created in the image of God and have dignity and worth equal to all other image-bearers. They are acknowledged by our Lord Jesus in his words about "eunuchs who were born that way from their mother's womb." With all others they are welcome as faithful followers of Jesus Christ and should embrace their biological sex insofar as it may be known.

WE DENY that ambiguities related to a person's biological sex render one incapable of living a fruitful life in joyful obedience to Christ.

Article 7

WE AFFIRM that self-conception as male or female should be defined by God's holy purposes in creation and redemption as revealed in Scripture.

WE DENY that adopting a homosexual or transgender self-conception is consistent with God's holy purposes in creation and redemption.

Article 8

WE AFFIRM that people who experience sexual attraction for the same sex may live a rich and fruitful life pleasing to God through faith in Jesus Christ, as they, like all Christians, walk in purity of life.

WE DENY that sexual attraction for the same sex is part of the natural goodness of God's original creation, or that it puts a person outside the hope of the gospel.

Article 9

WE AFFIRM that sin distorts sexual desires by directing them away from the marriage covenant and toward sexual immorality— a distortion that includes both heterosexual and homosexual immorality.

WE DENY that an enduring pattern of desire for sexual immorality justifies sexually immoral behavior.

Article 10

WE AFFIRM that it is sinful to approve of homosexual immorality or transgenderism and that such approval constitutes an essential departure from Christian faithfulness and witness.

WE DENY that the approval of homosexual immorality or transgenderism is a matter of moral indifference about which otherwise faithful Christians should agree to disagree.

Article 11

WE AFFIRM our duty to speak the truth in love at all times, including when we speak to or about one another as male or female.

WE DENY any obligation to speak in such ways that dishonor God's design of his image- bearers as male and female.

Article 12

WE AFFIRM that the grace of God in Christ gives both merciful pardon and transforming power, and that this pardon and power enable a follower of Jesus to put to death sinful desires and to walk in a manner worthy of the Lord.

WE DENY that the grace of God in Christ is insufficient to forgive all sexual sins and to give power for holiness to every believer who feels drawn into sexual sin.

Article 13

WE AFFIRM that the grace of God in Christ enables sinners to forsake transgender self-conceptions and by divine forbearance to accept the God-ordained link between one's biological sex and one's self-conception as male or female.

WE DENY that the grace of God in Christ sanctions self-conceptions that are at odds with God's revealed will.

Article 14

WE AFFIRM that Christ Jesus has come into the world to save sinners and that through Christ's death and resurrection forgiveness of sins and eternal life are available to every person who repents of sin and trusts in Christ alone as Savior, Lord, and supreme treasure.

WE DENY that the Lord's arm is too short to save or that any sinner is beyond his reach.