

# **Canton First Methodist Church Bylaws**

## **ARTICLE 1 NAME AND PURPOSE**

### **1.01—NAME**

This congregation of believers shall be known as **Canton First Methodist Church, Inc.** The church is incorporated under the laws of the state of Georgia and is affiliated with the Global Methodist Church (GMC).

### **1.02—PURPOSE AND POWERS**

This corporation is organized as a church exclusively for charitable, religious, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (IRC) of 1986, for such purposes including, but not limited to, proclaiming the Gospel of the Lord Jesus Christ; establishing and maintaining religious worship; educating believers in a manner consistent with the requirements of Holy Scripture and maintaining missionary activities in the United States and around the world.

The church shall be organized so that it can pursue the following basic responsibilities and mission in the context of its own community:

- a. Planning and implementing a program of nurture, outreach, and witness for persons and families within and outside the congregation;
- b. Providing for effective pastoral and lay leadership;
- c. Providing for financial support, physical facilities, and the legal obligations of the church;
- d. Utilizing the appropriate relationships and resources of the Global Methodist Church (GMC); and
- e. Providing for the proper creation, maintenance, and disposition of documentary record material of the local church.

All the powers authorized and permitted by the GMC Book of Doctrine and Discipline (*Discipline*) (including transitional) for a local church shall be the powers of this church, as amended from time to time. This corporation, in conformity with the *Discipline*, shall have the power to receive, acquire, and hold title to real and personal property and to improve, encumber, lease, sell, convey, and dispose of all such property, including, without limitation of other powers, the power to erect and maintain buildings for the worship of God, for training and Christian faith and conduct, and for Christian social interaction, and to purchase, lease, and/or rent and otherwise acquire or build and maintain residences for the use and occupancy of its ministers.

## **ARTICLE 2 GOVERNANCE**

**2.01** – The church shall look to these Bylaws, the Articles of Incorporation, and the *Discipline* (including transitional), for guidance in the operation of its affairs.

**2.02** - The *Discipline* (including transitional) is incorporated herein as part of these Bylaws by this reference, and all provisions of these Bylaws shall be read in the context of conforming to the definitions, requirements and authorizations of the *Discipline*, without the necessity of further specification. In matters where the *Doctrine and Discipline* conflict with these Bylaws, the Bylaws will control.

### **ARTICLE 3 MEMBERSHIP**

**3.01** - The membership of the church corporation entitled to vote shall be all professing members currently belonging to the Canton First Methodist Church congregation as of the date of these Bylaws, and those persons subsequently becoming professing members in accordance with the *Discipline*. Persons ceasing to be members of the local church congregation shall cease to be voting members of the church.

**3.02** - Within the pastoral charge the basic unit in the connectional system of the GMC is the Charge Conference and it shall have general oversight over the Governing Board. Only those members of Canton First Methodist Church who are members of the Charge Conference, as defined in the *Discipline*, are entitled to vote at a meeting of the Charge Conference; unless the Presiding Elder convenes, or authorizes the convening of, a Charge Conference as a Church Conference. Then all members of Canton First Methodist Church present shall be entitled to vote at such Church Conference.

**3.03** - The annual meeting and any special meetings of the members (whether convened as a Charge Conference or a Church Conference) shall be convened and held, with notice, quorum and voting rights, as provided for in the *Discipline*.

### **ARTICLE 4 CORPORATION/ CHURCH ORGANIZATION**

**4.01** – The basic organizational plan for Canton First Methodist Church shall include provision for the following units: a charge conference, a governing board which will include a committee on staff-parish relations, a board of trustees, a committee on finance, and such other elected leaders, commissions, councils, or committees, as deemed appropriate by the charge conference.

**4.02** - The Charge Conference, as the basic unit in the connectional system of the GMC, shall be the connecting link between the local church and the general church. Because of the priority attributed to the charge conference by the *Discipline*, the Governing Board shall also act as the corporation's board of directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the nonprofit corporation managed under the direction of, the Governing Board, the same as if it were the board of directors. The Governing Board may delegate certain corporate authority and duties to other units or persons. Any such units or persons shall be amenable to the Governing Board.

**4.03** – The membership of the Charge Conference shall be all members of the Governing Board together with retired ordained ministers and retired diaconal ministers who elect to hold their membership in the Charge Conference of the Global Methodist Church and any others as may be designated in the *Discipline*. The Charge Conference shall meet at least annually to review and evaluate the total mission and ministry of the church, receive reports, and adopt objectives and goals recommended by the Governing Board that are in keeping with the objectives of the church. Special sessions for limited purposes may be called by the Presiding Elder and the Lead Pastor. The Charge Conference meeting may be convened as a Church Conference in accordance with the *Discipline* without compromising the corporate nature of any action taken at the meeting.

**4.04** – The Charge Conference of Canton First Methodist Church hereby delegates the administrative and programmatic responsibilities of the church to the Governing Board, provided that it is amenable to the Charge Conference. The Governing Board shall function as the executive agency of the Charge Conference.

**4.05** – The clergy shall be responsible for ministering to the needs of the congregation and the whole community by:

- Preaching and teaching the Word,
- Providing pastoral care and counseling,

- Administering the sacraments, and
- Ordering the life of the church for service in mission and ministry.

The clergy may have other duties as provided in the *Discipline* and as requested by the Governing Board or the Charge Conference. The Lead Pastor shall be the administrative officer, and as such, shall be an ex-officio member of all conferences, boards, commissions, committees, and task forces, unless restricted by the *Discipline*.

## **ARTICLE 5 GOVERNING BOARD**

**5.01** - The Governing Board or its successor shall have general oversight of the administration and program of Canton First Methodist Church, as provided in the *Discipline* and in Section 4.04 above. The number, qualifications, and constitution of the Governing Board membership, their terms in office and their methods of election, removal and replacement, shall be in accordance with the provisions of the *Discipline* for the Governing Board. The Governing Board and all other administrative and programmatic structures of the local church shall be amenable to the Charge Conference.

**5.02** - The Governing Board shall provide for planning and implementing a program of nurture, outreach, witness, and resources in the local church. It shall envision, plan, implement, and annually evaluate the mission and ministry of the church on behalf of the Charge Conference.

**5.03** - The Governing Board may create and oversee such other elected leaders, commissions, councils, committees, and task forces as it deems necessary to fulfill the mission and purpose of the church.

**5.04** Unless otherwise designated by the Governing Board, the Lead Pastor and the Chairperson of the Governing Board shall be the official spokespersons for Canton First Methodist Church in any public statements made on behalf of the church including, but not limited to, any communications with the press and court proceedings. However, these spokespersons are accountable to the Governing Board and the Presiding Elder; they should be mindful that they speak for the whole church and take care not to state a personal position.

**5.05** The Governing Board Guiding Principles already adopted and in effect before the adoption of these Bylaws are hereby incorporated into these Bylaws as thoughtfully set out herein.

### **5.06 Organization**

1. Jesus Christ is the Head of the Church, and the Church is the Body of Christ. The Lead Pastor is the primary spiritual leader of Canton First Methodist Church.
2. The Governing Board will carry out the administrative functions of the Trustees, Staff Parish Relations Committee, Finance Committee, and the Administrative Board, and functions in the role of the Board of Directors of Canton First Methodist Church, Inc. Except as specifically delegated, all legal authority is vested in the Governing Board, and no person may legally bind the church to any obligation without prior approval of the Governing Board.
3. The Governing Board acts on behalf of the church in accordance with the *Discipline* and in compliance with these Guiding Principles.
4. The Nominations Committee will continue to operate separately from the Governing Board for the purpose of recruitment, selection, and development of church lay leaders through a process of discernment and ensuring alignment with the Canton First Methodist Church Mission and Vision.

5. The Preschool Ministry, as an integral part of the ministry of Canton First Methodist Church, is fully amenable and accountable to the Governing Board. The Director of Preschool Ministries reports to the Lead Pastor or his/her designee. The Preschool Ministry Council will provide support, advice, and assistance to the Director of Preschool Ministries related to daily operations, programs, procedures, employee relations, and in the development of budget recommendations for presentation to the Governing Board. A financial report for the Preschool will be submitted to the Board monthly, or as otherwise requested. Additionally, the Preschool Ministry Council will assist the Director of Preschool Ministries with review and updates of Preschool Ministry policies for submission to the Governing Board for approval. The Director of Preschool Ministries in consultation with the pastor will designate representatives from church members to serve on the Council.
6. The Nominations Committee will be charged with recommending to the annual Charge Conference those who will serve as members of the Governing Board and which of those members will serve as Board Chairperson and Lay Leader. Lay Delegates will be appointed annually from the members serving on the Board by the Nominations Committee. To carry out corporate functions, the Board will elect from its membership a vice-chairperson and secretary. The vice-chairperson will serve as the Chair of Trustees. The Governing Board Chair will serve as a Trustee Representative. This is necessary and will be utilized only as it relates to carrying out responsibilities of a corporate nature assigned to trustees. The Secretary will also serve as the Finance Committee Chair. Additionally, the Nominations Committee will assist the Governing Board, as requested, with recommendations of individuals to serve on lay ministry teams and task force teams.
7. Any vacancy on the Governing Board occurring between Charge Conferences will be filled by the Nominations Committee, and the person selected will serve for the remainder of the vacant term.
8. The Governing Board members will be divided into three classes. Approximately one-third of members will rotate off the Board each year, and new members will be seated. This allows for both continuity, historical preservation, and inclusion of new leaders each year. Members may serve two consecutive terms if elected by the Charge Conference.
9. Each voting member of the Governing Board must be a member of the church or appointed clergy, and should not be a church employee, or an immediate family member of appointed clergy, or any church employee, or other Governing Board member. The Executive Director of Administration, in ex-officio status, is a church employee and a non-voting member of the Board.
10. The Governing Board will consist of 12 members elected by the Charge Conference plus three ex-officio members with vote – Lead Pastor, Chairperson of the Preschool Ministry Council, and the Church Treasurer, and one ex-officio member, the Executive Director of Administration, without vote. The elected members will include the Board Chairperson, Lay Leader and Lay Delegates to the Annual Conference.
11. The Governing Board will assign five Board members to a personnel committee, to include the Lay Leader and a Lay Delegate, and the Governing Board Chairperson will serve as the Personnel Committee Chair. The Personnel Committee will advise the Governing Board on matters relating to personnel policies and practices, compensation and benefits, employee performance review, employee relations, staffing and organizational structure. When referring to the personnel committee,

the terms “Staff Parish Relations Committee” and “Personnel Committee” may be used interchangeably having the same meaning and purpose.

12. The Governing Board will assign three Board members to a finance committee to include the Treasurer, and the Board Secretary who will also serve as the Finance Committee Chair.
13. Authorized by the Board either annually or as needed – Ministry Teams and Team Leaders are identified, recruited, and equipped to serve. Task Force Teams may also be designated by the Board for specific research, review, and/or design, and project-based work.
14. The Executive Director of Administration, as an ex-officio non-voting member of the Governing Board, will attend all meetings, other than meetings which are closed as permitted under the *Discipline* or these Guiding Principles, and will ensure required communications and accurate records.
15. The Lead Pastor may attend all meetings except those closed meetings of the Personnel Committee as permitted by the Book of *Discipline*.

#### **5.07 Accountability, Authority, and Transparency**

1. Guided by the Mission & Vision for Canton First Methodist Church, the Governing Board will continually discern, plan, implement, evaluate, and reflect to effectively accomplish the fiduciary, generative, and strategic work of the church.
2. The Governing Board will seek to focus on empowering members in using their spiritual gifts and passions for ministry to contribute to the work of the church in reaching new disciples for Jesus Christ.
3. The Governing Board shall act on behalf of the church in accordance with the Book of *Discipline* and in compliance with these Guiding Principles. Revisions and/or additions to the Guiding Principles can be recommended by the Governing Board and ratified at the next Charge Conference.
4. An organizational meeting of the Governing Board shall be held within thirty days of the beginning of the ensuing calendar or conference year, for the purpose of transacting any business properly brought before it.
5. The Governing Board shall meet at least monthly, at the call of the Lead Pastor or the Chairperson of the Governing Board, at such times and places as shall be designated in a notice provided to each Governing Board member and the pastor(s) at a reasonable time prior to the appointed time of the meeting. The notice may be by mail, telephone, or e-mail. The notice shall include the date, hour, and place of all such meetings.
6. For the Governing Board to conduct church business, a quorum is required. A quorum will exist when two-thirds of Governing Board members are present. The Lead Pastor, Treasurer, and Executive Director of Administration do not count toward a quorum.

7. The Governing Board will use a process of spiritual discernment to reach consensus in making decisions. Through a consensus-forming process, decision-makers will have an opportunity to hear and understand every interest and work together to achieve the best possible decision for the church.
8. The Governing Board will be empowered, at the discretion of the Chairperson, to waive the requirement for an in-person meeting to hold a meeting virtually, or to handle urgent matters outside of a scheduled meeting by email. To facilitate the consensus-forming process by email, members will be asked to submit a response to the entire Governing Board with agreement, to request additional clarification, or to voice comments for consideration. Once a consensus is reached, the Chairperson will reply with an email to the Governing Board with the decision. Decisions will be made public as part of a special addendum to the Governing Board's meeting minutes.
9. The Governing Board will adopt an annual church budget, and review and approve a mid-year budget adjustment when needed. Once the budget is approved, those responsible for the various ministry areas have the authority to spend the budget amount allocated to align with the objectives for the ministry as approved by the Lead Pastor. A variance for one or more account(s) within a budget category is acceptable if the overall category is within the approved budget amount. No further action/approval is needed to access the budget with these exceptions:
  - a. A building maintenance or capital improvement expenditure over \$2,500 will require three bids, whenever possible. Preference will be given to hire local companies offering competitive bids within 5 percent of other bids. References, company history, and professional experience will be strong considerations in accepting a proposal for services.
  - b. Purchases over \$2,500 require Governing Board approval unless the expenditure is already included as a building maintenance or capital expenditure line item in the approved budget.
  - c. The Executive Director of Administration will consult with the Treasurer concerning any single purchase or expenditure over \$5,000 for purposes of cash flow.
10. The Lead Pastor is accountable to the Governing Board. The Board and Pastor will set performance goals each year by which the Pastor's work will be assessed and for which the Pastor will be accountable.
11. The Governing Board will conduct an annual performance review of the pastoral staff, participate through consultation in the appointment process, and determine pastors' compensation recommendations for Charge Conference approval.
12. The Lead Pastor, in consultation with the Board, has the authority to determine the number of staff positions, hire new employees, and set the salary paid to each staff member including the amount of any merit, cost-of-living raises, or bonuses, within a set percentage or total amount as determined by the Board. The Lead Pastor has the authority to interview and recommend candidates to fill open staff positions. The Director of Preschool Ministry in consultation with the Preschool Ministry Council has the authority to determine the number of preschool staff positions and hire new employees based on student enrollment and within the approved budget.
13. The Governing Board delegates to the Lead Pastor the authority to supervise, evaluate, discipline, establish job descriptions, and otherwise manage paid staff. The Lead Pastor will establish a staff organizational chart, supervisory roles, and reporting structure with lines of authority. The pastor has

the authority to terminate employees in accordance with the church's employment policies. When terminating an employee, the pastor will invite a Board Member to participate.

14. The Executive Director of Administration will ensure an annual review of policies and present required updates to the Board. Policy revisions may be submitted at any time to the Board for review and approval in accordance with Governing Board Meeting Agenda preparation procedures.
15. All meetings of the Governing Board will be open to church members, except for any meeting or portion of a meeting in which a personnel matter or a matter of legal negotiations is considered. In those cases, the Board will go into executive session. The Executive Director of Administration will record minutes of executive session meetings to maintain in official church records. Executive session item minutes will be kept separately and confidentially.

## **ARTICLE 6 EDUCATIONAL MINISTRIES**

### **6.01—PURPOSE**

The church believes that the home and church are responsible before God for providing a Christian education. To help fulfill this responsibility of imparting Biblical truth and furthering the Great Commission, this church may establish and maintain an educational program (either a Sunday School and/or a weekday educational program) for the purposes of winning souls to Christ and teaching Bible doctrine, Godly worship, and Biblical Christian living. To this end, the church shall engage in educational ministries.

### **6.02—CHURCH PARTICIPATION**

All educational programs or courses of instruction formulated and offered by the church shall be primarily for the benefit of the members of the church and the community, including persons who are not yet members of the church.

### **6.03—AGREEMENT WITH GMC DOCTRINE AND DISCIPLINE**

All educational programs or courses of instruction shall be conducted as an integral and inseparable ministry of the church and shall be taught and presented in full agreement with the *Discipline* of the GMC and the inerrant Word of God. The church shall not hire, appoint, or retain any employee or volunteer for its educational programs who fails to adhere to or who expresses disagreement with *Discipline* or who adopts or lives a lifestyle inconsistent with the beliefs and practices of this church, whether in or out of the classroom.

## **ARTICLE 7 INDEMNIFICATION**

**7.01** - To the fullest extent permitted by state and federal law, the church shall indemnify any person who was or is a party to any civil, criminal, administrative, or investigative action, suit, or proceeding by reason of the fact that he/she is or was a director or officer of the church, or is an employee, authorized agent, or authorized volunteer of a duly authorized church activity, or is or was serving at the request of the church as a director or officer of another corporation, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and necessarily incurred by him/her in connection with such action, suit, or proceeding. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which a person may be entitled as a matter of law or by contract. The foregoing shall not apply to matters to which any such person

shall be adjudged in such action, suit, or proceeding to be liable for gross negligence or intentional misconduct in the performance of a duty.

7.02 - The church shall purchase and maintain indemnification insurance for any relevant person to the extent permitted by applicable law.

## **ARTICLE 8 CONFLICT OF INTEREST POLICY**

### **8.01—PURPOSE**

The purpose of this conflict-of-interest policy is to protect the church's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or leader of the church or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state or federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

### **8.02—DEFINITIONS**

- A. Interested Person: Any member of an organizational unit of the church with governing or delegated powers who has a direct or indirect financial interest.
- B. Financial interest: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
  - 1. An ownership or investment interest in any entity with which the church has a transaction or arrangement.
  - 2. A compensation arrangement with the church or with any individual or entity with which the church has a transaction or arrangement; or
  - 3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the church is negotiating a transaction or arrangement.
  - 4. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the pertinent organizational unit decides that a conflict of interest exists.
- C. Compensation: Direct and indirect remuneration as well as gifts or favors that are not insubstantial.

### **8.03—PROCEDURES**

- A. Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the board and, if applicable, members of committees with governing or delegated powers considering the proposed transaction or arrangement.
- B. Determining whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, including any presentations by and discussion with the interested person, he or she shall leave the meeting while the determination of a conflict of interest involving the transaction or arrangement is discussed and voted upon. The remaining members (as applicable) shall decide, by a majority vote of those present, if a conflict of interest exists.
- C. Procedures for Addressing the Conflict of Interest
  - 1. The chairman of the meeting shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
  - 2. After exercising due diligence, the pertinent organizational unit shall determine whether the church can, with reasonable efforts, engage a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
  - 3. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the pertinent organizational unit shall determine by a majority vote of the



disinterested directors present at the meeting whether the transaction or arrangement is in the best interests of the church, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

**D. Violations of the Conflict-of-Interest Policy**

1. If the pertinent organizational unit has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
2. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the other members of the organizational unit determine that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**8.04—RECORDS OF PROCEEDINGS**

- A. The minutes of the meeting shall contain the names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the member's decision as to whether a conflict of interest in fact existed.
- B. The minutes of the meeting also shall contain the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

**8.05—COMPENSATION**

- A. A voting member of the pertinent organizational unit who receives compensation, directly or indirectly, from the church for services rendered may not vote on matters pertaining to that member's compensation.
- B. A voting member whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the church, either individually or collectively, is not prohibited from providing information to any committee regarding compensation.

**8.06—ANNUAL STATEMENTS**

Each person with governing or delegated powers shall annually sign a statement which affirms that such person has received a copy of the conflict of interest policy; has read and understands the policy; has agreed to comply with the policy; and understands the organization is charitable and in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

**8.07—PERIODIC REVIEWS**

To ensure the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- A. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the parties involved have equal bargaining power and symmetric information, leading the parties to agree upon fair market terms.
- B. Whether partnerships, joint ventures, and arrangements with management organizations conform to the church's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or an excess benefit transaction.

## **8.08—USE OF OUTSIDE EXPERTS**

When conducting the periodic reviews as provided for in 8.07, the organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the relevant members of their responsibility for ensuring periodic reviews are conducted.

## **ARTICLE 9 DESIGNATED CONTRIBUTIONS**

From time to time the church, in the exercise of its religious, educational, and charitable purposes, may establish various funds to accomplish specific goals. If the church receives a designated contribution for these funds or for any other designated purpose, the church will attempt to honor the designation; however, all designated contributions shall be deemed advisory rather than legally mandatory in nature and shall remain subject to the exclusive control and discretion of the Lead Pastor and the Governing Board. No fiduciary obligation shall be created by any designated contribution made to the church other than to use the contribution for the general furtherance of any of the purposes stated in Articles 1 and 2.

## **ARTICLE 10 TAX-EXEMPTION PROVISIONS**

### **10.01—PRIVATE INUREMENT**

No part of the net earnings of the church shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the church shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 1.02 hereof.

### **10.02—POLITICAL INVOLVEMENT**

No substantial part of the activities of the church shall be the carrying on of propaganda or otherwise attempting to influence legislation. To the extent prohibited by law, the church shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

### **10.03—DISSOLUTION**

Upon the dissolution of the church, the Governing Board shall, after paying or making provision for payment of all the liabilities of the church, dispose of all assets of the church to such organization or organizations formed and operated exclusively for religious purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as the Governing Board shall determine.

### **10.04—NONDISCRIMINATION POLICY**

The church shall not discriminate against members, applicants for membership, students, or others on the basis of race, color, nationality, or ethnic origin; however, as a religious institution it reserves the right to deny or terminate employment or to deny or terminate any other status of persons whose lifestyle, words, actions or otherwise do not align with the GMC *Discipline*, standards of conduct or other policies of the church. This policy statement is not intended to waive the ministerial exception or any other exception or exemption to federal, state, or local antidiscrimination laws or regulations.

**ARTICLE 11  
AMENDMENTS**

**11.01** - These Bylaws may be revised or amended by the Governing Board.

**11.02** - Amendments become effective immediately upon a majority vote approving same.

These Bylaws were adopted by a majority vote of the Board members present and voting at a duly called meeting of the Governing Board in which a quorum was present.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Chair, Governing Board

\_\_\_\_\_  
Date

\_\_\_\_\_  
Lead Pastor

\_\_\_\_\_  
Date

\_\_\_\_\_  
Treasurer

\_\_\_\_\_  
Date

\_\_\_\_\_  
Executive Director of Administration