

Grace Community Church

301 W. 2nd St.

Washington IA. 52353

Articles of Incorporation and By-Laws

Revised October 1st, 2017

ARTICLE I: NAME

Section 1. The name of the corporation shall be Grace Community Church, hereinafter referred to as "*Grace Community.*"

ARTICLE II: PURPOSE

Section 1. The purpose of this Church shall be to propagate the Christian faith and spread the Gospel of Jesus Christ as revealed through the Holy Scriptures.

Section 2. To undertake such other and further purposes as may be necessary to fulfill the calling of a New Testament Church called to co-labor with the Lord in the earth, His harvest field.

Section 3. To teach and encourage believers to worship and exalt Jesus Christ as Lord, King and Savior through acts of private and corporate worship and through their manner of living.

Section 4. To prepare, ordain and commission ministers to carry on the work of evangelism, to provide for preaching, teaching and fostering the growth of the Christian faith, and to promote missionary work in all places throughout the world; to establish local churches and foster their development, to bring Christian believers to spiritual maturity.

Section 5. To have the right to own, hold in trust, use, sell, convey, mortgage, lease or otherwise gain, dispose of or use such property, real or chattel, as may be required or beneficial for the good of the Church.

Section 6. To engage in a ministry of teaching, education through seminars, outreach through radio, television, internet, newspaper, and other publications, and every other media of mass communication.

Section 7. To collect, solicit and accept funds or other subscriptions; to acquire and hold real estate and such other property as the realization of the aforesaid objectives may require.

Section 8. To be a religious corporation without capital stock and which does not contemplate pecuniary gain or profits for any officer, employee, or individual.

Section 9. To pursue the purposes set forth in the Articles of Incorporation of this Corporation.

ARTICLE III: STATEMENT OF FAITH

WE BELIEVE God is the Eternal King. He is an infinite, unchangeable Spirit, perfect in holiness, wisdom, goodness, justice, power and love from all eternity He exists as the One Living and True God in three persons of one substance, the Father, the Son, and the Holy Spirit, equal in power and glory.

WE BELIEVE God has graciously disclosed his existence and power in the created order, and has supremely revealed himself to fallen human beings in the person of his Son, the incarnate Word.

WE BELIEVE that God has inspired the words preserved in the Scriptures, the sixty-six books of the Old and New Testaments, which are both record and means of his saving work in the world. These writings alone constitute the verbally inspired Word of God, which is utterly authoritative and without error in the original writings, complete in its revelation of his will for salvation, sufficient for all that God requires us to believe and do, and final in its authority over every domain of knowledge to which it speaks.

WE BELIEVE God's kingdom is everlasting. From His throne, through His Son, His eternal Word, God created, upholds and governs all that exists: the heavenly places, the angelic hosts, the universe, the earth, every living thing and mankind. God created all things very good.

WE BELIEVE God created mankind in His own image, male and female, for relationship with Himself and to govern the earth. Under the temptation of Satan, our original parents fell from grace, bringing sin, sickness and God's judgment of death to the earth. Creation now experiences the consequences and effects of Adam's original sin. Human beings are born in sin, subject to God's judgment.

WE BELIEVE God did not abandon His rule over the earth which He continues to uphold by His providence. To bring redemption, God established covenants which revealed His grace to sinful people. In the covenant with Abraham, God bound Himself to His people Israel, promising to deliver them from bondage to sin and Satan and to bless all the nations through them.

WE BELIEVE as King, God later redeemed His people by His mighty acts from bondage in Egypt and established His covenant through Moses, revealing His perfect will and our obligation to fulfill it. The law's purpose is to order our fallen race and to make us conscious of our moral responsibility. By the work of God's Spirit, it convicts us of our sin and God's righteous judgment against us and brings us to Christ alone for salvation.

WE BELIEVE in the fullness of time, God honored His covenants with Israel and His prophetic promises of salvation by sending His Son, Jesus, into the world. Conceived by the Holy Spirit and born of the Virgin Mary, as fully God and fully man in one person. Jesus was anointed as God's Messiah and empowered by the Holy Spirit, inaugurating God's kingdom reign on earth, preaching the good news of salvation, healing the sick, casting out demons and raising the dead. Gathering

His disciples, He reconstituted God's people as His Church to be the instrument of His kingdom. After dying for the sins of the world, Jesus was raised from the dead on the third day, fulfilling the covenant of blessing given to Abraham. In His sinless, perfect life Jesus met the demands of the law and in His atoning death on the cross He took God's judgment for sin which we deserve as law-breakers. By His death on the cross He also disarmed the demonic powers. The covenant with David was fulfilled in Jesus' birth from David's house, His Messianic ministry, His glorious resurrection from the dead, His ascent into heaven and His present rule at the right hand of the Father. As God's Son and David's heir, He is the eternal Messiah-King, advancing God's reign throughout every generation and throughout the whole earth today.

WE BELIEVE the Holy Spirit was poured out on the Church in power, baptizing believers into the Body of Christ and releasing the gifts of the Spirit to them. The Spirit brings the permanent indwelling presence of God to us for spiritual worship, personal sanctification, building up the Church, gifting us for ministry, through proclaiming the word of Jesus and doing the works of Jesus.

WE BELIEVE the Holy Spirit indwells every believer in Jesus Christ and that He is our abiding Helper, Teacher, and Guide. We believe in the filling or the empowering of the Holy Spirit, often a conscious experience, for ministry today. We believe in the present ministry of the Spirit and in the exercise of all the biblical gifts of the Spirit.

WE BELIEVE AND AFFIRM “THE APOSTLES CREED”

We believe in God, the Father almighty,
creator of heaven and earth.

We believe in Jesus Christ, his only Son, our Lord,
who was conceived by the Holy Spirit
and born of the virgin Mary.

He suffered under Pontius Pilate,
was crucified, died, and was buried;
he descended to hell.

The third day he rose again from the dead.

He ascended to heaven
and is seated at the right hand of God the Father almighty.

From there he will come to judge the living and the dead.

We believe in the Holy Spirit,
the holy church,
the communion of saints,
the forgiveness of sins,
the resurrection of the body,
and the life everlasting.

WE BELIEVE AND AFFIRM “THE NICENE CREED” (AD 381)

WE BELIEVE in one God the Father Almighty, Maker of heaven and earth, And of all things visible and invisible:

And in one Lord Jesus Christ, the only-begotten Son of God; Begotten of his Father before all worlds, God of God, Light of Light, Very God of very God; Begotten, not made; Being of one substance with the Father; By whom all things were made: Who for us men and for our salvation came down from heaven, And was incarnate by the Holy Ghost of the Virgin Mary, And was made man: And was crucified also for us under Pontius Pilate; He suffered and was buried: And the third day he rose again according to the Scriptures: And ascended into heaven, And sitteth on the right hand of the Father: And he shall come again, with glory, to judge both the quick and the dead; Whose kingdom shall have no end.

And I believe in the Holy Ghost, The Lord, and Giver of Life, Who proceedeth from the Father and the Son; Who with the Father and the Son together is worshipped and glorified; Who spake by the Prophets: And I believe one Universal and Apostolic Church: I acknowledge one Baptism for the remission of sins: And I look for the Resurrection of the dead: And the Life of the world to come.

ARTICLE IV: BOARD OF ELDERS

Section 1. Board—Qualifications: The Board shall be comprised of ordained or commissioned ministry whenever possible, or others meeting the scriptural requirements of a seasoned, spiritually mature Christian (Titus 1:5-9; I Timothy 3:1-7), and shall in all instances throughout these By-Laws be referred to as the **Board of Elders**. Local Board of Elders shall be qualified by the Pastor by the leading of the Holy Spirit. (see Article IV section 3) This is a trustworthy saying: "If someone aspires to be an elder, he desires an honorable position." So, an elder must be a man whose life is above reproach. He must be faithful to his wife. He must exercise self-control, live wisely, and have a good reputation. He must enjoy having guests in his home, and he must be able to teach. He must not be a heavy drinker or be violent. He must be gentle, not quarrelsome, and not love money. He must manage his own family well, having children who respect and obey him. For if a man cannot manage his own household, how can he take care of God's church? An elder must not be a new believer, because he might become proud, and the devil would cause him to fall. Also, people outside the church must speak well of him so that he will not be disgraced and fall into the devil's trap." 1 Timothy 3:1-7 "In the same way, their wives must be respected and must not slander others. They must exercise self-control and be faithful in everything they do." 1 Tim 3:11

Section 2. Membership on the Board of Elders: shall consist of not less than three (3) until the number of Elders is changed by amendment to these By-Laws.

Section 3. Election and Appointments to The Board of Elders: shall be nominated by the Pastor

as according to Paul's instructions given to Titus. *"I am writing to Titus, my true son in the faith that we share. May God the Father and Christ Jesus our Savior give you grace and peace. I left you on the island of Crete so you could complete our work there and appoint elders in each town as I instructed you."* Titus 1:4-5 All appointments by the Pastor will be approved by a majority vote of current Elders; *in good standing*. Vacancies on the Board of Elders shall be filled by the appointment of the Pastor, with the approval by a majority vote of current Elders; *in good standing*.

Section 4. Duties and Responsibilities of The Board of Elders: Above all *"take care of God's church"* 1 Tim 3:5 The Board of Elders shall co-labor and assist the Senior Pastor in the oversight of the spiritual and temporal ministry of the church. They shall have only those duties, rights and responsibilities assigned to them by these By-Laws and the Articles of Incorporation of this corporation.

Elders shall:

Pray for the church; *"first of all, to pray for all people. Ask God to help them; intercede on their behalf, and give thanks for them."* 1 Tim 2:1

Share in Pastoral responsibilities to the church, and assist the Senior Pastor in the oversight of the flock; *"Care for the flock that God has entrusted to you. Watch over it willingly, not grudgingly—not for what you will get out of it, but because you are eager to serve God. Don't lord it over the people assigned to your care, but lead them by your own good example."* 1 Peter 5:2-3

Offer counsel and advice about the church to the Senior Pastor; *"The godly offer good counsel; they teach right from wrong. They have made God's law their own, so they will never slip from his path"* Psalms 37:30-31

Review and approve the annual budget, which shall constitute approval of all budgeted items, including all compensation packages;

Strive to maintain the vision of the Church under the leadership of the Senior Pastor as fellow laborers and under-shepherd, working to maintain an attitude of hearty cooperation and unity of fellowship;

Perform those other tasks and duties as may be assigned by these By-Laws, the Articles of Incorporation, or from time to time, by the Senior Pastor.

Section 5. Term of Office: An Elder will serve until his resignation, death, or removal for cause. A Member may be removed from the Board of Elders, if he *willfully* misses two (2) meetings in a row. If he has *willfully* missed three (3) Board meetings in a row, automatically forfeits his status as a member, unless the remaining members act to extend his membership. His responsibility as a Board Member ends as of the date of the third meeting he missed.

Section 6. Quorum: A majority present shall constitute a quorum. If all members are not present, an affirmative vote by all in attendance shall be required to transact business.

Section 7. Removal of An Elder: Any Elder may be removed from office in the event of moral failure. No accusation against an elder will be received unless it is confirmed by two or three witnesses. Those who sin should be reprimanded in front of the whole church; this will serve as a strong warning to others. 1 Tim 5:19-20 Elders must *"Work at living in peace with everyone"* Hebrews

12:14 “*must be gentle, not quarrelsome*” 1 Tim. 3:3. Any Elder who is found to a person who “has an unhealthy desire to quibble over the meaning of words. *And therefore*, stirs up arguments ending in jealousy, division, slander, and evil suspicions.” 1 Tim 6:4-5 Shall upon the request of the Senior Pastor and 2/3 vote of the Board of Elders be removed.

Section 8. Authority and Responsibility of The Board of Elders: Subject to limitation of the articles of incorporation, other sections of the By-Laws, all corporate powers of the corporation shall be exercised by or under the authority of, and the business affairs of the corporation shall be controlled by, the Board of Elders.

Without limiting the general powers, the Board of Elders shall have the following powers:

The Power: To select and remove all the other officers, agents and employees of the corporation and may Ordain or commission those to the ministry as recommended by the Senior Pastor.

The Power: To conduct, manage and control the affairs and business of the corporation, and to vote rules and regulations not inconsistent with law, the articles of incorporation, or the By-Laws.

The Power: To borrow money and incur indebtedness for the purposes of the corporation, and for that purpose to cause to be executed and delivered, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, or other evidences of debt and securities.

Section 9. Consensus: Action shall be taken by consensus wherever and whenever possible. In the event, that a consensus, under the leadership of the Senior Pastor, is not reached on a matter and a vote is required, each Elder shall be entitled to one vote, in person and not by proxy, on all matters that come before the Board of Elders. The act of a majority of the Board of Elders shall be the act of the Board, unless the act of a greater number or concurrence of a specific officer is required by law or by these By-Laws.

Section 10. Congregational Meetings: The Senior Pastor may call a meeting of the congregational members at any time it is deemed necessary.

ARTICLE V: OFFICERS

Section 1. Election of Officers: The following officers of the corporation shall be elected by the Board of Elders, for terms of two year, or until their successors are qualified and elected, from within the membership of the Church. There shall be a Secretary and Treasurer and such other officers as the Board of Elders may elect. One person may hold two or more offices, except the office of President.

Section 2. Pastors Corporate Authority: The Pastor shall be President of the corporation and shall have general supervision, direction and control of the business and affairs of the corporation. He shall preside at all meetings of the Church members and Board of Elders and shall have such

other powers and duties defined in Article VI Section 1 of these By-Laws, and as the Board of Elders may further prescribe.

Section 3. Appointment to Office: A vacancy in any office because of death, resignation, removal, disqualification or otherwise shall be filled by the appointment of the President/Pastor with the approval of a 2/3 majority of the remaining Board of Elders.

Section 4. The Vice President: In the absence or disability of the President, the Vice-President shall have such other powers and perform such other duties as may be prescribed by the Senior Pastor or by the Board of Elders. The Vice President shall be the Associate Pastor. If there is no Associate Pastor the Vice President shall be elected from the Board of Elders by majority vote.

Section 5. The Secretary: shall perform, or cause to have done, the following:
To write an accurate record [minutes] of the meetings of the Board of Elders, when that group meets as The Board of Elders to specifically execute responsibilities required of them under these By-Laws; Be custodian of the corporate records, and responsible to see that the corporate minute book is kept at the offices of the corporation; and exhibit such records to any Board Member upon request; Keep a regularly updated list of all Elders and those Ordained or Commissioned by this Church; and Perform all duties incident to the office of Secretary and such other duties as may from time to time be assigned by the Senior Pastor and the Board of Elders.

Section 6. The Treasurer: shall perform, or cause to have done, the following:
Have charge and custody of and be responsible for the receipt, care, investment, disbursement, and disposition of all funds, property, and securities of the corporation subject to such regulations as may be imposed by the Board of Elders; Accept all gifts of money or other personal property on behalf of the corporation, executing such receipts or other documents as necessary; enter or cause to be entered regularly on the books of the corporation and to be kept by him, or under his supervision, full and accurate account of all moneys and obligations received and paid, or incurred for, or on account of the corporation.

The treasurer shall keep all financial records at the offices of the corporation and exhibit such books at all reasonable times to any member of the Board of Elders upon request.

Active Co-laborers/Members may request review the corporate financial records per approval of the Secretary, Treasurer or Senior Pastor.

The Treasure shall deposit or cause to be deposited all moneys in the name of the corporation in such banks, trust companies, or other depositories as may be authorized by the Board of Elders; Those funds shall be paid out only on checks of the corporation signed by officers, or those as may be designated by the Board of Elders; See that the books of the corporation are reviewed each year by either a CPA, an EA or an “in house” audit committee, within 90 days of the end of the fiscal year, with this audit report given to the Board; Perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the Senior Pastor or by the Board of Elders; The Treasurer may be required to be bonded for the faithful performance of his or her duties.

Section 7. Determining use of the Church Property: The elders of this church shall have the right to determine who may attend church meetings and functions. This church is owned by the Lord Jesus Christ who has entrusted the care of the flock to the leadership He has raised up here. It is not a place of public accommodation, nor is it a public institution, and its property is not a public place, whether rented, leased, or owned. Rather it is private property belonging to this church. Acts 20:28-31; II Peter 2:1-3; I Timothy 1:20; 6:5; I Cor. 5:1-13; II Thes. 3:6-15; II John 9-11; II Tim. 3:1-5; Titus 3:10-11; Rom. 16:17.

ARTICLE VI: THE PASTOR

Section 1. The Senior Pastor: The church finds its' headship, under the Lord Jesus Christ, in its' Senior Pastor. The Senior Pastor of the church shall, by his very position, be the President of the corporation. The Senior Pastor shall be the principal executive officer of the corporation and shall in general supervise and control all the business and affairs of the corporation, subject, however, to such delegation of authority to any other person as may be directed by the Senior Pastor, or by resolution of the Board of Elders. He shall preside at all meetings of the Board of Elders. He may sign, with the attest of the Secretary or any other proper officer, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Elders has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Elders, or by these By-Laws, or by statute to some other officer or agent of the corporation. He shall be an ex-officio member of all standing ministry teams, and shall have the general powers and duties of supervision and management usually vested in the office of a CEO or the president of a corporation. The Senior Pastor shall be designated attorney-in-fact for the church by his office.

He shall have the authority to appoint and approve any assistants that would be necessary to properly carry on the work of the Lord. He shall execute in the name of the church all deeds, bonds, mortgages, contracts and other documents authorized by the Board of Elders. In general, he shall perform all duties incident to the office of President/Senior Pastor.

He shall have authority to pay, or have paid from corporate funds, all normal operational bills such as Utilities, Rent, and up to, but not to exceed \$2,000.00 at any one time for extra church expenses, giving an accounting of those expenditures to the Treasurer in a timely manner.

No person shall be invited to speak, teach or minister in any area of the church without the prior approval of the Senior Pastor.

The Senior Pastor, with 2/3 majority approval of the Board of Elders, shall recognize a relationship with one or more ministries outside of this church to whom the Lord directs him to relate. The Senior Pastor shall publicly inform the body of the identity of the ministry with whom he and the church have established a relationship.

The Senior Pastor shall have oversight of the staff of the church that, with him and under his direction shall carry out the day to day operations of the church. The senior Pastor has the sole authority to hire or dismiss any staff member or employee.

Section 2. Term and of Pastorate: The Senior Pastor will serve until his resignation, death, or removal for cause. See section 3.

Section 3. Removal for cause of the Senior Pastor: No accusation against the Pastor will be received unless it is confirmed by two or three witnesses. 1 Tim 5:19 Any accusation or charge against any ordained or commissioned minister, will be handled in the same manner, that is, they are to be judged by their peers. All consideration or accusation must be brought to the Board of Elders. In an extreme case, the Board of Elders, by a unanimous decision may rule the Pastor be disciplined by having his Credentials revoked, and his relationship and employment with the church suspended or terminated on spiritual terms and conditions. In such an extreme event, all is to be conducted in a gentle and prayerful manner, seeing that proper provision is made for his family during a reasonable transition period, of not less than three [3] months. The Board of Elders shall be the final authority in judging any issue after prayerful consideration. The Board of Elders may not dismiss the Senior Pastor without a unanimous decision by the Board of Elders with biblical cause.

ARTICLE VII: Marriage / Homosexuality

Section 1. Biblical Definition of Family and Marriage: We believe in the creation, and God as the Creator. We believe that God created man and that He created them male and female. As such He created them different to complement and complete each other. God instituted monogamous marriage between male and female as the foundation of the family, the basic structure of human society. It is in families that choose to love and honor God, and pattern their lives according to His Holy Bible, that He would enable healthy relationships of purity, and protection to be developed. Therefore, this church will conduct wedding ceremonies only between a man and a woman having been naturally born with that gender, and who are active co-labor/members of this church, or another 'like' church approved of by the Senior Pastor. The candidate couple must have received counseling prior to any ceremony. Gen. 2:24; 28:14.

Section 2. Homosexuality: There is a distinction between one who would identify him/herself as a homosexual, as opposed to one who practices homosexuality. God loves the sinner, but He opposes the sinful activity. Rom. 1:18-32; 1 Cor. 6:9-11; &:17; 1 Tim. 1:9-11. Therefore, any person who comes from this sexual background is welcome in the church, so long as he/she chooses to not engage in this practice, and actively seeks a changed life by the power of the risen Lord. He/she cannot be a member until they repent of this sin and make a commitment to live in freedom from this sin by his/her reliance on the Lord Jesus Christ, being cleansed by His shed blood, and the miracle working, enabling power of the Holy Spirit.

ARTICLE VIII: Ordination of Ministers

Section 1. Ordination: This Church, through and by its Board of Elders, shall have the right to ordain and commission, or otherwise credential, Christian workers and ministers.

Section 2. The purposes of ordination: are to attain unto the purposes of the Church as set forth in **Article II** of this document; to give legal and valid authority to the ministries of the fellowship

to proceed with said purpose; to establish fellowship among Christian workers; to provide for a standardization of doctrine; to encourage the upgrading of ministerial standards; and to provide, through the fellowship and the Church, education and experience necessary to equip potential ministers.

Section 3. Qualifications: The requirements for ordination and licensing by Grace Community Church are based on the same Scriptural principles. To qualify for licensing, an individual must: practice personal holiness, have a good reputation both inside and outside the Church, be able to teach others, and otherwise meet the requirements for overseers found in 1 Timothy 3:1-7, Titus 1:5-9, and 1 Peter 5:1-4, among other Scriptures, as understood and interpreted by Grace Community Church.

Section 4. Application/Process: Upon application to the Board of Elders, the Minister would be evaluated to determine that he meets Biblical qualifications, has adequate ministerial preparation, confirmed gifting and ability, a proven record of Ministry of the Word of God, the anointing of the Holy Spirit, and a good report from the community and other Ministers and Churches. The Board of Elders are hereby empowered to issue credentials to qualified candidates, upon the recommendation of the Sr. Pastor.

Section 5. Credentials: The credential, as evidenced by a certificate and an annually issued ministerial card, of any minister shall automatically expire at the end of the year of issuance unless affirmatively renewed by the Board of Elders. The commission and/or ordination papers of any minister commissioned or ordained by Grace Community Church, may be revoked at any time at the discretion of the Board of Elders on grounds that would justify the application of church discipline, or lack of relationship with this church. The revocation of the commission or ordination of any minister previously commissioned or ordained by Grace Community Church, may be communicated to the church, associated and affiliated churches and organizations, and the public at large if the minister whose commission or ordination has been revoked allows or promotes the idea that he continues to be credentialed by this church after the revocation.

ARTICLE IX: Limitation of Liability - Indemnity

Section 1. Limitation of Liability: No person shall be liable to the corporation on account of any action taken or omitted to be taken by him in good faith as a member of the Board of Elders, officer, member of a committee, agent or employee of the corporation, if, in respect thereto, he used or exercised the same degree of care and skill as a prudent man would have used or exercised under the circumstances in the conduct of his own affairs.

Without limitation on the foregoing, any such person shall be deemed to have used and exercised such degree of care and skill if he took or omitted to take such action in reliance in good faith upon advice of counsel for the corporation, or reports or information made or furnished to the corporation by any of its officers, accountants, engineers, appraisers or other experts employed by

the corporation, and selected, with reasonable care by the Board of Elders, and authorized officer, or committee of the corporation.

Section 2. Indemnity: The corporation shall indemnify and hold harmless each member of the Board of Elders, Officers, Committee, Senior Pastor, agent or employee of the corporation and each person who at any time acted in such capacity and his heirs, devisees, personal representatives and assigns, against all liability, loss, damage, judgments, expenses and cost (including attorney's fees imposed on or incurred by him in connection with any claim asserted against him), by legal proceeding (civil or criminal) or otherwise by reason of his being or having been such officer, member of a committee, agent or employee of the corporation, except in relation to matters as to which he shall have been adjudged guilty of negligence or misconduct in the performance of his duty; provided, that the corporation shall be given reasonable notice of the assertion or institution of such claim or proceeding, and in the event the same shall be settled, in whole or in part, otherwise than by a judgment, the corporation or its counsel shall consent to such settlement and it shall be determined by its counsel or found by a majority of the Board of Elders then in office and not involved in such controversy, although less than a quorum, that such settlement was to the best interest of the corporation, and the person to be indemnified was not guilty of negligence or misconduct in respect to the matter in which indemnity is sought.

If the corporation has not therefore fully indemnified any such person, the court having jurisdiction of any action instituted by such person on his claim for indemnity, may assess indemnity against the corporation, or its receiver, trustee or successor, for the amount paid or to be paid by such person in satisfaction of any judgment or in settlement of any such claims (exclusive in either case of any amount paid by the corporation) and any expenses and costs (including attorney's fees) incurred by him in connection therewith to the extent that the court shall deem reasonable and equitable, provided that the person indemnified was not guilty of negligence or misconduct in respect of the matter in which indemnity is sought.

Section 3. Right Cumulative: The provisions of this Article IX shall not be deemed exclusive or in limitation of, but shall be deemed cumulative of and in addition to any other limitation of liability or right of indemnity to which such member of the Board of Elders, officer, member of a committee, agent or employee of the corporation may be otherwise entitled.

Section 4. Insurance: The church may, as the Board of Elders may direct, purchase and maintain such insurance on behalf of any person who is or at any time has been an officer of the Church, member of the Board of Elders, an Elder, Leadership, or ministry staff, or other agent of or in a similar capacity with the church, or who is or at any time has been, at the direction or request of the church, a Board of Elders member, officer, administrator, manager, employee, member, adviser or other agent of or fiduciary for any other corporation, partnership, trust, venture or other entity or enterprise including any employee benefit plan against any liability asserted against or incurred by such person.

ARTICLE X: Membership

Section 1. Co-laborer/Membership: We believe in the following principles of committed relationship to be a co-laborer with Christ, hereinafter referred to as a co-labor, member, or membership in this local church. *“God arranged the members in the body, each one of them, as He chose.”* 1 Corinthians 12:18-19 a person makes a public confession that they have yoked themselves with other believers by doing so they make a commitment to God's family. *“As Jesus was speaking to the crowd, his mother and brothers stood outside, asking to speak to him. Someone told Jesus, “Your mother and your brothers are outside, and they want to speak to you.” Jesus asked, “Who is my mother? Who are my brothers?” Then he pointed to his disciples and said, “Look, these are my mother and brothers. Anyone who does the will of my Father in heaven is my brother and sister and mother!”* Matthew 12:46-50 *“So now you Gentiles are no longer strangers and foreigners. You are citizens along with all of God's holy people. You are members of God's family. Together, we are his house, built on the foundation of the apostles and the prophets. And the cornerstone is Christ Jesus himself.”* Ephesians 2:19-21

Section 2. Rights and Privileges: Being called to yoke oneself in membership comes with many blessings this world cannot offer. *“Therefore, whenever we have the opportunity, we should do good to everyone—especially to those in the family of faith.”* Galatians 6:10 **Members shall receive** Christian teaching, personal pastoral care, and prayer support. *“Now these are the gifts Christ gave to the church: the apostles, the prophets, the evangelists, and the pastors and teachers. Their responsibility is to equip God's people to do his work and build up the church, the body of Christ.”* Ephesians 4:11-13 this privilege should not be despised or overlooked as so many have. *“Keep a close watch on how you live and on your teaching. Stay true to what is right for the sake of your own salvation and the salvation of those who hear you.”* 1 Timothy 4:16 **Members shall be eligible** to function in the ministries of the church as their gifts and callings are recognized and released by the Senior Pastor and Board of Elders. *“There are different kinds of spiritual gifts, but the same Spirit is the source of them all. There are different kinds of service, but we serve the same Lord. God works in different ways, but it is the same God who does the work in all of us.”* 1 Corinthians 12:4-6 *“All of you together are Christ's body, and each of you is a part of it.”* 1 Corinthians 12:27-28 **Members shall receive** the intangible benefits of fellowship from being an integrated part of a covenant body of believers joined together growing in grace and love together. **Members shall**, as a part of this covenant body of believers, **be entitled** to spiritual covering from those whom God has placed over them in the leadership of the church for the good of their souls. A committed person can expect to receive all the above and to develop into a healthy, functioning, overcoming mature Christian. There is opportunity for developing ministries to be recognized, enlarged, encouraged, adjusted and covered.

Section 3. Entering in and Continuing in Membership: *“Can two walk together, except they be agreed?”* Amos 3:3 **Members shall** agree with and faithful to this church's Articles of Faith. Article III of this document. Most notably and without any exceptions, all members agree to always uphold the deity of our Lord and Savior Jesus Christ. *That without question Christ was revealed in a human body and vindicated by the Spirit. He was seen by angels and announced to the nations. He was believed in throughout the world and taken to heaven in glory.* 1 Timothy 3:16 *Christ is the visible image of the invisible God. He existed before anything was created and is supreme over all creation, for through him God created everything in*

the heavenly realms and on earth. Colossians 1:15-16 No member of this church shall ever join themselves in membership with any religious organization that does not hold firmly to the deity of Jesus Christ. Or, any organization that espouses any other way of salvation other than Jesus Christ. Included *but not limited* to Free Masons, Latter Day Saints, Jehovah's Witness or other likeminded organizations. *"There is salvation in no one else! God has given no other name under heaven by which we must be saved."* Acts 4:12

Members shall strive to continue to grow in personal relationship with Jesus and obediently follow Him and glorify Him in relationships at home, church, work and all other areas of life, cultivating the fruits of the Spirit and actively pursuing the development of Christian character. *"You are royal priests, a holy nation, God's very own possession. As a result, you can show others the goodness of God, for he called you out of the darkness into his wonderful light."* 1 Peter 2:9 **Members shall desire** to be a loyal, living part, adding more to the body than the member is drawing out, identifying personally with the teachings, vision and purposes of this Church and to accept this body as his focus for fellowship, prayer, offerings, breaking of bread and teaching activities, with faithful attendance. Before membership is recognized one must express the evidence of a genuine experience in regeneration (new birth) and of a consistent Christian life and has followed the Lord in the waters of baptism. Read and subscribe to the Articles of faith, Article III, and Membership Article X as set forth in this document, and agrees to abide by them.

ARTICLE XI: Meetings

Section 1. Order: The Holy Spirit's order evident by the "fruit of Spirit" Galatians 5:22-23 shall govern the conduct of all meetings. A spirit of Christian love and fellowship shall prevail.

Section 2. Weekly Service: The Church shall assemble each Sunday for public worship and during the week as may be designated by the Senior Pastor. Nothing contained herein shall forbid suspension of one or more services when such suspension is in the spiritual welfare of the Church.

ARTICLE XII: Adoption and Amendment

Section 1. Amendment: These By-laws may be adopted, amended or repealed and new By-Laws adopted, amended or repealed by majority vote of the members of the Board of Elders at any Elders' meeting, except that: A by-law fixing or changing the number of Elders may be adopted, amended or repealed only upon the unanimous vote or written consent of all members of the Board of Elders.