

**Constitution and By-Laws
of
Grace Fellowship of Greensboro, Inc.
Greensboro, Georgia
Original Date of Approval: July 10, 2005
Date as Amended: September 13, 2020**

Constitution

Article I – Name

The name of this church shall be GRACE FELLOWSHIP OF GREENSBORO, INC., which is referred to as Grace Fellowship, or simply the Church in this document.

Article II – Mission, Purpose, Core Values, and Basic Beliefs

Section 1 - Mission

Grace Fellowship exists to glorify God by bringing people into a life-changing relationship with Jesus Christ.

Section 2 – Purpose

The life and activities of Grace Fellowship center on the five Biblical purposes of the local church:

1. Worship – We were created to worship God. (Matthew 4:10 and Matthew 22:37)
2. Evangelism – We are commanded to share Jesus with the world. (Matthew 28:19 and Acts 1:8)
3. Discipleship – We are to study God’s Word to become equipped. (2 Timothy 3:16-17 and Ephesians 4:11-13)
4. Ministry – We are to minister to others through the sharing of what God has given us. (Luke 12:48b and Galatians 6:2)
5. Fellowship – We are a family of brothers and sisters in Christ. (Acts 2:44 and Ephesians 2:19-20)

Healthy church growth, both physically and spiritually, involves a balanced emphasis on all five purposes. These purposes should be under girded by prayer and fulfilled with excellence to the glory of God.

Section 3 – Core Values

The core values of Grace Fellowship express the distinctive calling of the church. They serve as a touchstone to which every member, every leader, and every team can continually return to ensure that we are not losing focus on what really matters.

1. Lost people matter to God and therefore must matter to us. (Matthew 18:10-14; 28:19; Luke 15; 19:10; John 3:16)

2. An effective church needs to be both doctrinally pure and culturally relevant. (Acts 17:16-34; 1 Corinthians 9:19-23; Galatians 1:6-9; 2 Timothy 2:15)
3. Excellence matters because it honors God and inspires people. (Malachi 1:6-9; Colossians 3:23-24)
4. All healthy things grow and all growth involves change. (Luke 2:52; Ephesians 4:17-32; Philippians 1:6; Colossians 1:9-14; Hebrews 5:11-14; 1 Peter 2:2-3)
5. God has called every Christ follower to be a full participant in the life of a local church and has uniquely gifted each one for that role. (Nehemiah 3; Psalm 133:1; Romans 12:3-8; 1 Corinthians 12 & 14; Ephesians 4:1-16)
6. God does his greatest work through Spirit-filled people. (Acts 1:4-8; 2:17-21; 1 Corinthians 2:4; Ephesians 5:15-18; 2 Timothy 1:7)
7. There is much we can do after we pray, but there's nothing worth doing until we pray. (Luke 18:1-5; John 14:12-14; 15:5-8; Colossians 4:2-4; James 5:13-18)
8. Every Christ follower has a personal responsibility to take ownership for his or her own spiritual growth while we, as a church, have a responsibility to provide the inspiration, information and resources necessary for that growth to occur. (Ephesians 4:11-16; Colossians 1:28-29; Philippians 3:12-14; Hebrews 12:1-2; 2 Peter 1:5-8)
9. Love and community must permeate every aspect of church life. (John 13:34-35; Acts 2:42-47; 1 Corinthians 13:1-8; Hebrews 10:24-25)
10. We have a God-given responsibility to link with other life-giving churches in order to be the eyes, ears, hands, feet and heart of Christ to those in our communities who need Him. (Isaiah 58:6-11; Matthew 25:31-46; John 17:20-23; 21:15-17; Ephesians 2:10; James 1:26-27; 2:14-17)

Section 4 – Basic Beliefs

We believe in:

1. The Holy Scriptures as originally given by God, divinely inspired, infallible, entirely trustworthy, and the supreme authority in all matters of faith and conduct. (2 Timothy 3:16; 2 Peter 1:20-21; Mark 13:31; John 8:31-32; 20:31; Acts 20:32)
2. One God, eternally existent in three persons: Father, Son, and Holy Spirit. (Genesis 1:1, 26; John 1:1, 3; Matthew 28:19; Romans 1:19-20; Ephesians 4:5-6)
3. Our Lord Jesus Christ, God manifest in the flesh, His virgin birth, His sinless human life, His divine miracles, His vicarious and atoning death, His bodily resurrection, His ascension, His mediatorial work, and His personal return in power and glory. (Matthew 1:18-25; Luke 1:26-38; John 1:1; 20:28; 2 Corinthians 5:21; 1 Peter 2:21-23; John 20:30-31; Matthew 20:28; Ephesians 1:4; Acts 1:11; Romans 5:6-10; Hebrews 7:25; 9:28; 1 Timothy 3:16)
4. The Salvation of lost and sinful man through the shed blood of the Lord Jesus Christ by faith apart from works, and regeneration by the Holy Spirit. (Genesis 3:15; Matthew 1:21; 4:17; 16:21-26; 27:22-28:6; Luke 1:68-69; 2:28-32; John 1:11-14, 29; 3:3-21, 36; 5:24; 10:9, 28-29; 15:1-16; 17:17; Acts 2:21; 4:12; 15:11; 16:30-31; 17:30-31; 20:32; Romans 1:16-18; 2:4; 3:23-25; 4:3-25.; 5:8-10; 6:1-23; 8:1-18, 29-39; 10:9-10, 13; 13:11-14; 1 Corinthians 1:18, 30; 6:19-20; 15:10; 2 Corinthians 5:17-20; Galatians 2:20; 3:13; 5:22-25; 6:15; Ephesians 1:7; 2:8-22; 4:11-16; Philippians 2:12-13; Colossians 1:9-22; 3:1-17; 1

Thessalonians 5:23-24; 2 Timothy 1:12; Titus 2:11-14; Hebrews 2:1-3; 5:8-9; 9:24-28; 11:1-12:8, 14; James 2:14-26; 1 Peter 1:2-23; 1 John 1:6-2:11; Revelation 3:20; 21:1-22:5)

5. The Holy Spirit, the Giver of spiritual gifts to each believer, and by whose indwelling the believer is enabled and empowered to live a holy life, to witness and work for the Lord Jesus Christ. (Genesis 1:2; Judges 14:6; Psalms 51:11; 139:7; Isaiah 61:1-3; Joel 2:28-32; Matthew 1:18; 3:16; 4:1; 12:28-32; 28:19; Mark 1:10, 12; Luke 1:35; 4:1, 18-19; 11:13; 12:12; 24:49; John 4:24; 14:16-17, 26; 15:26; 16:7-14; Acts 1:8; 2:1-4, 38; 4:31; 5:3; 6:3; 7:55; 8:17, 39; 10:44; 13:2; 15:28; 16:6; 19:1-6; Romans 8:9-11, 14-16, 26-27; 1 Corinthians 2:10-14; 3:16; 12:3-11, 13; Galatians 4:6; Ephesians 1:13-14; 4:30; 5:18; 1 Thessalonians 5:19; 1 Timothy 3:16; 4:1; 2 Timothy 1:14; 3:16; Hebrews 9:8, 14; 2 Peter 1:21; 1 John 4:13; 5:6-7; Revelation 1:10; 22:17)
6. The Unity of the Spirit of all true believers, the church, the Body of Christ. (Matthew 16:15-19; 18:15-20; Acts 2:41-42, 47; 5:11-14; 6:3-6; 13:1-3; 14:23, 27; 15:1-30; 16:5; 20:28; 1 Corinthians 1:2; 9:13-14; 12; Ephesians 1:22-23; 2:19-22; 3:8-11, 21; 5:22-32; Philippians 1:1; Colossians 1:18; 1 Timothy 3:1-15; 4:14; 1 Peter 5:1-4; Revelation 2:3; 21:2-3)
7. The Resurrection of both the saved and the lost; they that are saved unto the resurrection of life, they that are lost unto the resurrection of damnation. (Matthew 16:27; Mark 14:62; John 14:3; Acts 1:11; Philippians 3:20; 1 Thessalonians 4:15; 2 Timothy 4:1; 1 Corinthians 4:5; 1 Corinthians 15; 2 Thessalonians 1:7-10; Revelation 20:4-6, 11-15)

Article III – Vision

We envision that Grace Fellowship is a community of believers where each person:

- Believes in Jesus Christ and has a growing faith
- Belongs to a Small Group where Christian relationships can develop and grow
- Becomes more like Jesus daily in attitude and action.

Article IV – Marriage and Sexuality

We believe that God wonderfully and immutably creates each person as male or female. These two distinct, complementary sexes together reflect the image and nature of God (Gen. 1:26-27). Rejection of one's biological sex is a rejection of the image of God within that person.

We believe the term "marriage" has only one meaning: the uniting of one man and one woman in a single, exclusive union, as delineated in Scripture (Gen. 2:18-25). We believe that marriage between one man and one woman, for life, uniquely reflects Christ's relationship with His Church (Eph. 5:21-33). We believe that God intends sexual intimacy to occur only between a man and a woman who are married to each other (1 Cor. 6:18; 7:2-5; Heb. 13:4). We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage between a man and a woman.

We believe that any form of sexual immorality (including adultery, fornication, homosexual behavior, bisexual conduct, bestiality, incest, or use of pornography) is sinful and offensive to God (Matt. 15:18-20; 1 Cor. 6:9-10).

We believe that in order to preserve the function and integrity of Grace Fellowship as the local Body of Christ, and to provide a biblical role model to Grace Fellowship members and the community, it is imperative

that all persons employed by Grace Fellowship in any capacity, or who serve as volunteers, agree to and abide by this Statement on Marriage, Gender, and Sexuality (Matt 5:16; Phil 2:14-16; 1 Thess 5:22).

We believe that God offers redemption and restoration to all who confess and forsake their sin, seeking His mercy and forgiveness through Jesus Christ (Acts 3:19-21; Rom 10:9-10; 1 Cor 6:9-11).

We believe that every person must be afforded compassion, love, kindness, respect, and dignity (Mark 12:28-31; Luke 6:31). Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and are not in accord with Scripture nor the doctrines of Grace Fellowship.

Article V – Sanctity of Human Life

We believe that all human life is sacred and created by God in His image. Human life is of inestimable worth in all its dimensions, including pre-born babies, the aged, the physically or mentally challenged, and every other stage or condition from conception through natural death. We are therefore called to defend, protect, and value all human life (Ps. 139).

Article VI – Ordinances

Grace Fellowship recognizes both baptism and the Lord's Supper as ongoing acts instituted by Jesus. Neither of these acts is necessary for salvation, but both are acts of obedience and powerful symbols of our Christian belief. The Church practices baptism by immersion after a public profession of faith. The Lord's Supper is a lasting testimony to the loving sacrifice of Jesus. Grace Fellowship practices open communion; therefore, the Lord's Supper is open to all professing believers who are present regardless of church affiliation.

Article VII– Affiliation

Grace Fellowship is a cooperating Church in the Georgia Baptist Convention and the Southern Baptist Convention. These relationships allow us to cooperate with like-minded churches in missions (locally, nationally, and internationally), Christian education through our colleges and seminaries, ministry to the needy, and other Christian causes. The beliefs of Grace Fellowship are consistent with the doctrinal statement of The Baptist Faith and Message adopted by the Southern Baptist Convention in 2000.

Article VIII – Membership

The membership of Grace Fellowship shall consist of persons who confess faith in the Lord Jesus Christ as personal savior; who give evidence of regeneration by living consistently with their profession and with the view of faith, doctrine and practices of this Church; who have received believer's baptism by immersion; and who have been received into its membership according to the By-Laws of this Church.

Article IX – Leadership and Organization

Under the authority of Jesus Christ and the Word of God, the Congregation of the Church is the final authority within Grace Fellowship. This authority is exercised through the election of officers to govern the Church. However, the vote of the membership at a properly called meeting, as provided by the By-Laws, shall be required to take the following actions:

1. Dismiss members from the Church roll.
2. Elect and remove officers of the Church.

3. Approve the annual budget of the Church, authorize expenditure of the funds of the Church when such expenditure is not covered by an approved budget, and approve any transactions regarding real property.
4. Accept, reject, or otherwise dispose of any matter submitted to the membership of the Church by the Council of Elders.
5. Adopt, amend, or revise the Constitution or By-Laws of Grace Fellowship.
6. Approve the job description, initial compensation and benefits of vocational pastors and vocational ministers.
7. Confirm the call of the Senior Pastor.

The offices of the Church shall be Elder, Treasurer, and Clerk. The leadership of the Church shall be vested in the Council of Elders, which is responsible for governing the Church, teaching the Word, and tending the flock of God in this Church. The Elders shall be equal in authority but may be specialized in function. In addition, Deacons shall assist the Council of Elders by performing services of assistance, administration, ministry, and implementation.

Article X - Church Property

In an event of a division of this Church, from which may God protect us, the property of this Church shall belong to that group which represents the largest portion of Church membership providing that group remains loyal to this constitution. Otherwise, it shall belong to the group remaining loyal to this constitution though it may not be the largest group in such a division. Should any controversy arise as to whether such loyalty exists, the question shall be submitted to the Church-Minister Relations Department of the Georgia Baptist Convention for arbitration and their decision shall be final. If over time the name of this department changes, the arbitration shall be performed by the department charged with church-minister relations responsibilities at the time the need arises. Both the issue that is being arbitrated and the decision of the arbitration shall be in writing.

Should a condition arise at any time in the future when for any reason, the Church work cannot continue, the Church property shall be transferred to the North American Mission Board of the Southern Baptist Convention. If over time the name of the North American Mission Board changes, the property will be transferred to the agency of the Southern Baptist Convention that is responsible for church planting within the United States.

Article XI - Revisions and Amendments

A request for an amendment or revision to this Constitution may be made in writing by a resident member for consideration by the Council of Elders. In addition, revisions and amendments to this Constitution may be introduced through a written motion at any quarterly meeting by any resident member, but shall not be acted on until the next quarterly meeting. An oral notice of any proposed amendment shall be made on the two Sundays preceding the meeting where the amendment will be addressed and a written notice shall be sent to each resident member at least one week in advance of the meeting. Acceptance of an amendment requires a two-thirds vote of approval by the resident members present with at least twenty-five percent of the resident membership present.

Article II and Article XI of this constitution shall not be repealed, amended nor revised.

By-Laws

Article I – Membership

Section 1 – General

These By-Laws exist to document how the governance of Grace Fellowship is executed. God is a God of order, not of chaos; consequently, all things must be done properly and in an orderly manner (I Corinthians 14:40). This detailed documentation provides all members with the understanding of how business is conducted, thus providing a catalyst to facilitate the achievement of unity within the body of Christ at Grace Fellowship in keeping with John 17.

The membership of the Church shall be comprised of persons who have given evidence of regeneration through faith in Jesus Christ, who have been baptized by immersion, who have subscribed to the Basic Beliefs outlined in the Constitution, and who have completed the *Beginning with Grace* membership class. All actions regarding membership, either admission or dismissal, shall be by recommendation of the Council of Elders. An individual is considered a Candidate for Membership until the above requirements have been satisfied as determined by the Council of Elders.

Resident Member shall mean:

- A Member of Grace Fellowship who currently resides within a 25-mile radius of Grace Fellowship; or
- A Member of Grace Fellowship who resides beyond a 25-mile radius of Grace Fellowship but who attends services regularly or is actively involved in ministry at Grace Fellowship.

Determination of resident membership status will be made by the Council of Elders, in consultation with the Senior Pastor and church staff.

Section 2 – Receiving of Candidates for Membership

Individuals requesting membership in Grace Fellowship may be received as Candidates for Membership in one of the following ways:

1. By making a public profession of faith in Jesus Christ as Lord and Savior and requesting believer's baptism by immersion.
2. By transferring their membership from another Baptist church, or a church of like faith, where they have publicly made a profession of faith in Jesus Christ and been baptized by immersion.
3. By statement of previous public profession of faith in Jesus Christ and baptism by immersion when a letter of transfer of membership from another church cannot be obtained.
4. By statement of previous public profession of faith in Jesus Christ and request for baptism by immersion.

Section 3 – Dismissal of Members

Members names shall be removed from the roll upon receipt of notice of death, transfer to another church, or a request by the Church member. Dismissal as a result of disciplinary action or dismissal due to inactivity after review by the Council of Elders shall require approval of the Church in a business meeting.

Section 4 – Discipline of Members

Confronting sin is a loving responsibility of each member of Grace Fellowship. Discipline is an act of love for the member, and the objective of discipline is to redeem and restore broken relationships. It is important to confront sin when it occurs within the body in order for individual believers and the Church as a whole to continue to grow in their Christ-walk and bring Honor and Glory to His name. This discipline shall be guided by a spirit of prayer mingling Christ-like kindness, forbearance, and holy firmness under the guidance of the Holy Spirit.

If a member of the Church (including pastoral staff) is found to be living in sin or teaching contrary to the Word of God and has not repented of his or her way after being lovingly confronted by a member of Grace Fellowship, the confronting member should approach the Council of Elders and request its involvement. Once the Council of Elders receives a request it will:

- a) Pray earnestly, guided by the Holy Spirit in addressing the issue;
- b) Confirm that the action is continual and willful sin according to the Scriptures;
- c) Confirm that the believer is indeed involved in the sin;
- d) Assign an Elder to confront the believer in love with the goal of genuine repentance and turning from the sin; and
- e) If this action is not successful then the process provided in Matthew 18:15-17 will be followed until the member either repents and is restored or is dismissed from membership in Grace Fellowship.

Section 5 – Privileges and Responsibilities of Membership

Each member of Grace Fellowship has the privilege to:

1. Be a part of a community of believers who love and care for one another,
2. Join with one another to make a difference in the world,
3. Be in an environment that will encourage spiritual growth and provide opportunities to fulfill God's purpose for his or her life,
4. Seek God's will and to vote on issues critical to the Church's future, and
5. Serve in positions of leadership.

Each member of Grace Fellowship has the responsibility to:

1. Protect the unity of the Church by acting in love toward other members, by refusing to gossip, and by following godly leadership,
2. Share the responsibilities of the Church by praying for its growth, by inviting the unchurched to attend, by warmly welcoming those who visit, and by intentionally sharing his or her faith with others,
3. Serve the ministry of the Church by discovering one's gifts and talents, by being equipped by the Elders to serve, and by seeking to develop a servant's heart, and
4. Support the testimony of the Church by attending faithfully, by living for God's glory, and by giving regularly and cheerfully of time and income.

Article II – Church Government

Section 1 – General Statement

Elders – Grace Fellowship embraces Elder Led, Congregational Rule governance. The responsibility and authority of leadership of Grace Fellowship is vested in the Council of Elders. Section 4 of this Article contains the composition, qualifications, responsibilities, and organization of this council.

Clerk and Treasurer – The Church upon recommendation by the Council of Elders shall elect members to the positions of Clerk and Treasurer as specified in Article II, Section 3. The Council of Elders shall provide a written description of the duties of the Clerk and Treasurer. In addition, at the discretion of the Council of Elders, an Assistant Treasurer may be brought to the Church for affirmation. Even though the individual holding the position of Assistant Treasurer is not an officer, the affirmation process will follow the procedure for affirming the Treasurer as described in Article II, Section 3. The duties of this position will be documented by the Council of Elders.

Deacon – The position of Deacon is one of servanthood and is not a governing authority within the Church.

Teams and Appointees – The Council of Elders has the authority to create teams and positions to which it may delegate any specific aspect of its responsibility. The Council of Elders has the authority to dissolve any team or any position not established by these By-Laws. The Council of Elders also has the authority to appoint Elders, Deacons, or other members or regular attendees of the Church to serve as members of such teams and to act as agents in such positions. The Deacons may nominate candidates for any team or position, with appointment by the Council of Elders. The Council of Elders may delegate to the Deacons the authority to appoint members of the Church or regular attendees to serve as members of such teams and to serve as agents of the Council of Elders in such positions. Each team shall have a chairperson, responsible for the overall operation of the team, who shall be appointed by the Council of Elders. The Council of Elders may delegate the responsibility for selecting the chairperson to the Deacons or to the team.

Indemnification – For purposes of this section the term “Indemnified Person” shall include the Elders, Officers, Deacons, and employees of the Church, who, by virtue of their legal performance of their duties in, for, or on behalf of the Church have become involved in, or have been threatened with involvement in litigation or other legal proceedings. Any reference herein to Elders, Officers, Deacons, and employees shall include current and former holders of these positions and their respective heirs, executors, and administrators. The Church shall indemnify an Indemnified Person who is or was a party to any proceeding by reason of the fact that he or she is or was such an Indemnified Person against all liabilities and expenses incurred in the proceeding except such liabilities and expenses as are incurred because of his or her willful misconduct or knowing violation of the law. Unless a determination has been made that indemnification is not permissible, the Church may make advances and reimbursements for reasonable expenses incurred by an Indemnified Person. The final authority of the applicability of indemnification relative to any person shall be the Council of Elders, who may take in to account, to the extent they deem appropriate, the advice and counsel of any attorney or representative of any insurance carriers representing the Church.

Section 2 – Vocational Pastors and Vocational Ministers

Definition - Vocational Pastors are ordained ministers of the gospel who have answered God's call for full-time vocational service to the ministry. Ordination is reserved for vocational Pastors only. Vocational Ministers are ministers of the Church who, in response to God's call, serve the Church as their primary vocation. The Church in return for their vocational labors supports vocational Pastors and vocational Ministers financially. The Senior Pastor is the principal preaching and teaching Elder.

Duties –Vocational Pastors and Ministers shall perform the duties determined by the Council of Elders and approved by the congregation. The duties shall be in writing at the time of the call to service, and the Church must approve substantial changes. The Senior Pastor is an Elder and must have the Biblical qualifications of an Elder.

Replacement or Addition of a Vocational Pastor or Minister – Before seeking to fill a vacant approved position or adding a new position, the Council of Elders will bring motions to the Church for approval of the job description for the position, for the formation of a Search Team to seek the person to fill the open position, and for any required budget increase or decrease associated with the position being considered. These will all be done at a duly called business meeting or meetings.

Vocational Call by the Church – The call of vocational pastors and ministers shall be through the use of a Search Team reporting to the Council of Elders. The Search Team will be comprised of seven members - four members selected by the Council of Elders from those recommended by the membership and three selected directly by the Council of Elders. Voting members of Search Teams will be lay members of the Church.

The Search Team will seek God's guidance in identifying the pastor or minister for the open position. Upon recommendation of an individual by the Search Team to the Council of Elders, The Council of Elders will further examine the person being proposed. If the Elders agree with the selection of the individual to fill the open position, by a unanimous vote, the Council of Elders shall issue a call to serve to the individual. In the event the Elders do not agree with the recommendation by the Search Team, or the individual does not accept the call, the matter will be remanded to the Search Team for continuation of its search.

In the case a Senior Pastor is being called, the Council of Elders and Search Team will present the candidate to the Church and the membership shall confirm the call of the pastor by written ballot at a duly called business meeting. In the case of all other vocational positions, the individual selected will be called by the Search Team and Council of Elders and presented to the Church after making proper written and verbal announcements.

Termination of Vocational Call by the Church – The termination of a vocational Pastor or Minister shall be by resignation, grievance, or by action of the Council of Elders. The Council of Elders shall immediately act upon the receipt of a resignation tendered by any vocational Pastor or Minister. In addition, vocational staff members may be dismissed by the unanimous vote of the Council of Elders. The termination of the Senior Pastor of the Church requires a unanimous vote of the lay Elders, and termination shall be subject to a majority vote, by written ballot, of the members of the Church attending a special meeting called specifically for consideration of the motion of dismissal presented by the Council of Elders.

Section 3 – Lay Officers

Definition – Lay officers are the Elders other than the Senior Pastor, the Treasurer, and the Clerk of the Church.

Duties - Lay Elders have the duties of their offices as described in Section 4 below. The Treasurer has the duties of the office as described in Article IV below in addition to the duties delineated in the job description developed by the Council of Elders. The Clerk's responsibilities will be determined by the Council of Elders and will ensure that the legal requirements for creating and keeping Church records are met.

Calling – The Council of Elders shall interview and investigate candidates for lay Elder, Treasurer, and Clerk. Individual members of the Church may nominate candidates or present themselves to the Council as candidates for these positions and for the Council's further investigation.

The Council of Elders shall present a ballot of candidates for calling or reaffirmation as Elders, Treasurer, and Clerk to the congregation at a business meeting during the first quarter of the fiscal year. The Council of Elders may also present candidates for these positions at any regular or duly called special meeting. Those called or reaffirmed shall assume their duties immediately after the calling or reaffirmation.

The Church shall call lay Elders for a normal term of three years. Lay Elders shall serve no more than two consecutive terms. Following their service in office, they will not serve actively as an Elder for a period of one year. For purposes of this provision, a term during which an Elder serves not more than one year shall not be considered a term in office.

The Treasurer and the Clerk shall be called by the Church for a normal term of three years and shall serve no more than two consecutive terms. Following their service in office, they will not serve actively in the office they vacated for a period of one year. For purposes of this provision, a term during which the Treasurer or Clerk serves not more than one year shall not be considered a term in office.

Removal - Any officer may be removed by resignation, grievance, or lack of reaffirmation. An officer may resign at any time. The resignation should be in writing to the Council of Elders. In the case of a grievance, the procedure outlined in Article I, Section 4 shall be followed. If an officer stands for reaffirmation and fails to be reaffirmed, the officer shall be removed from office. Removal from office by this means shall not be considered a disciplinary action.

Section 4 – Council of Elders

Composition – The Council of Elders shall be composed of men. There shall be at least three members with a maximum number of fifteen, with the number of Elders at any time being determined by the needs of the ministry and by the call and qualification of men of the Church. The Senior Pastor shall be an Elder with the chief responsibility of teaching and preaching. His term as Elder shall coincide with his employment by the Church as Senior Pastor. No other staff member shall be a member of the Elder Council. The call, affirmation, and term of the Elder shall be as stipulated in Section 3 above.

Qualifications – Elders and nominees for Elder shall be qualified for the office as specified in 1 Timothy 3:1-7 and Titus 1:6-9.

Responsibilities – The fundamental responsibilities of the Elders are to devote themselves to prayer and the ministry of the Word. The Elders are responsible for governing the Church, teaching the Word, and tending the flock of God in this Church.

The responsibilities of the Elders shall include: determining and communicating the vision of the Church to the congregation; examining Candidates for Membership, acquainting them with the Constitution and By-Laws, and conducting the *Beginning with Grace* new member classes; overseeing the process of Church discipline; examining prospective candidates for office and for the positions of Deacon; scheduling business meetings; annually appointing a Church moderator; providing for reporting and recording of official Church business; overseeing the work of the Deacons; appointing Church agents, coordinators, teachers, ministry leaders, and teams; conducting worship services; administering the ordinances of the Gospel; equipping the membership of the Church for the work of the ministry; teaching the whole counsel of God both formally and informally; correcting error; coordinating and promoting the ministries of the Church; and mobilizing the Church for its world mission.

Organization – The Council of Elders shall organize itself however it determines to be best to achieve the mission of the Church. The Elders shall be equal in authority but may be specialized in function. The Council of Elders must meet at least once per month and the meeting may be held at any location. A quorum for meetings shall be defined as at least one-half of the Elders present. The Council shall annually select a Chairman and a Secretary from among its lay Elders.

Other Positions – Any lay Elder other than the Chairman or Vice Chairman of the Council of Elders may also serve in the position of Treasurer or Church Clerk. In addition, any lay Elder may serve as a team member or leader of any of the ministry teams that may exist within the Church.

Section 5 – Deacons

The Church shall elect Deacons to serve on a Deacon Team. Calling or reaffirmation of a Deacon shall be by recommendation from the Council of Elders to the Church in a duly called business meeting. All eligible deacons will be reaffirmed annually.

Number – The number of Deacons shall be determined by the needs of the ministry and the call and qualification of members in the Church.

Qualifications – Deacons shall be qualified for office as specified in 1 Timothy 3:8-12.

Responsibilities – The Deacons are servants and shall be ready to assist the Elders in any service that will support and promote the ministry of the Word, new and existing ministries of the Church, and the care for the members of the congregation. Their responsibilities may include: administering funds to assist the poor and needy and otherwise providing aid in times of crisis and distress; providing for the greeting and welcoming ministries of the Church; assisting in administering the ordinances of the Church; caring for and

maintaining the Church properties; and ensuring that the ministries of the Church, as approved in the Church budget, are effectively performed.

Removal - Any Deacon may be removed by resignation, grievance, or lack of reaffirmation following the same procedures as that of lay officers in Article II, Section 3.

Organization – The Deacon Team may organize itself however it determines to be best to coordinate ministries and achieve the mission of the Church. The Deacons, or the Elders, may designate any specific individual or group of individuals within the Deacon Team to specialize in any or all Deacon functions. Meetings of the Deacons, or subgroups thereof, shall be held as needed to best fulfill their responsibilities.

Article III – Church Employees

In addition to vocational Pastors and Ministers, the Church may employ additional personnel. Employees of Grace Fellowship shall confess faith in the Lord Jesus Christ as personal savior and give evidence of regeneration by living consistently with their profession and with the view of faith, doctrine, and practices of this Church. The congregation, at a properly called business meeting must approve the monies and job description for such personnel. The Council of Elders shall be responsible for determining the duties, hiring, and dismissal of such personnel.

Article IV – Church Finances

It is understood that membership in this Church involves regular financial contributions to support its mission and ministries. Each member shall be encouraged in Scriptural giving with tithing as the minimum.

The receiving, overseeing, and safeguarding of all funds donated to the Church shall be the responsibility of the Treasurer. Other members or Church Employees may assist in discharging this responsibility as approved by the Council of Elders. Accounting practices as prescribed by the Council of Elders shall be employed by the Treasurer and the accounting personnel of the Church. All contributions will be accepted and disbursed in accordance with the laws of the nation and as required to maintain the Church's tax-exempt status. In addition, on behalf of the Church and as required by the Internal Revenue Service, the Lay Elders have the authority and responsibility to examine, and, if found appropriate, to approve the housing allowance allocation for Vocational Pastors and Vocational Ministers. This shall be accomplished each year prior to the issuance of the first paycheck for the applicable calendar year. The Church has the right to refuse any contribution, and no fundraising shall be entertained which is in conflict with the Scriptural ideals of the Church.

The financial planning of the Church shall be carried out by means of an annual budget. The annual budget shall be adopted by the Church upon recommendation of the Council of Elders, or if authorized by the Council, the Deacons or another team. The proposed budget shall be provided to the Church membership in advance of and shall be approved at a business meeting in the first month of the fiscal year. In the period of time between the end of the fiscal year and the approval of the budget for the upcoming fiscal year the Treasurer has the authority to continue spending at a level that is consistent with the previous year's approved budget.

Each year the Council of Elders shall appoint a three-person team to review the finances and associated procedures of the Church. This team shall be comprised of members or nonmembers of the Church as

determined by the Council of Elders. This team will provide a written report of their findings to the Council of Elders. If the written report recommends that a professional, external review be performed and the Council of Elders concur, the Council of Elders will seek the Church's approval for the expenditures necessary to accommodate this recommendation.

The Chairman of the Council of Elders, the Treasurer, and the Clerk are the only officers who have authority, in accordance with these By-Laws, the Church Constitution, and any applicable laws, to execute legal documents relating to real estate, Church property, and Church finances. At least two out of three signatures are required to execute these documents. The signatures are to be provided not as evidence of individual agreement or authority, but as attestation that the required action has been taken by the appropriate Church body in approval of the matters contained in the document being executed. Additionally, this team of officers shall designate the bank where the funds of the Church shall be deposited and identify who has check writing privileges.

Article V – Meetings

Section 1 – For Worship

A worship service shall be regularly scheduled on Sundays. Other services may be held at times and places as determined by the Council of Elders. The Lord's Supper will be celebrated as scheduled by the Council of Elders. Baptismal services will be conducted as needed to celebrate with those making decisions for Christ.

Section 2 – For Business

All members are encouraged to communicate regularly with the Elders and to provide them with suggestions and/or observations. The Council of Elders will seriously consider all recommendations and, where appropriate, report on them at future business meetings. Any item that a member desires to be placed on the agenda of a business meeting should be provided in writing to the Council of Elders at least one month in advance of a scheduled business meeting in order to provide the Elders time to determine the appropriateness of including the item on the agenda.

The Elders are required to address any issue or request that is brought to them in writing by any ten or more members. The Elders may elect to act upon the request and so notify the requestors. If the Council of Elders determines that the request requires further discussion with the Church or if the request is for a motion to be brought to the Church for a vote, the Council of Elders will do so in the next quarterly business meeting or in a special business meeting called within ninety days of receipt of the request.

Annual Meeting - An annual meeting shall be held during the two months following the completion of the fiscal year of the Church. The fiscal year of the Church shall be determined by the Council of Elders. The annual meeting is for the review of the ministries of the previous year and preview of the plans for the upcoming year, and for other appropriate business.

Quarterly Meeting – Quarterly meetings of the Church shall be held within the first month of each quarter of the fiscal year. If the annual meeting is held in the first month of the new fiscal year it may be combined with the quarterly meeting that is scheduled for that month. The Council of Elders will make available to the membership, on a quarterly basis, a written report to include a summary of the Church's current

membership, current financial situation, and any other information on the various areas of ministry that the Council of Elders believes appropriate for such updates.

Special Meetings – The Council of Elders may call a special business meeting at any time during the year. Notice of the meeting shall be given in a regularly scheduled worship service the two Sundays preceding the meeting and a written notice shall be sent to all resident members within a week of the meeting. The oral and written notice shall clearly state the purpose of the meeting.

Scheduled Meetings Exception – In the event a situation should occur that would prevent the church from assembling for a business meeting, the Elders are given authority not to schedule the business meetings required by these By-Laws. During this period of time the Elders have the authority to use technology to virtually assemble the membership for the purpose of conducting church business and to use techniques provided by technology to record votes of the membership. **As soon as practical following the resumption of assembling**, the Elders will call a Special Business Meeting to conduct necessary business.

Quorum – Any number of resident members shall constitute a quorum at business meetings of the Church except at meetings dealing with particular matters stipulated in these By-Laws where the quorum prescribed shall apply.

Rules Governing Business Meetings – Seeking the Lord’s wisdom and blessing through thankful prayer shall be a part of every meeting. The latest edition of Robert’s Rules of Order shall govern the conduct of all business meetings of the Church, except as indicated otherwise in the Constitution and By-Laws. All votes shall be taken either by a show of hands, by a voice vote, by standing to be counted or by written secret ballot. The Moderator and/or Council of Elders shall determine which method of voting to utilize for individual matters of business that are not specified in the By-Laws. Motions relative to the call, affirmation, or reaffirmation of any Elder, Officer, or Deacon; approval of a Vocational pastor or Minister Job Description; formation of a Search Team; and amendment to the Constitution or By-Laws of the Church shall be by written ballot and require a two-thirds approval of members present and voting. In addition, any other matters that the Council of Elders determine to be of such importance to the Church to warrant approval by a significant majority of members to pass shall also require a two-thirds approval of members voting.

The Moderator of any duly called Business Meeting shall have the authority to delay any call for the question in any meeting if the Moderator, in consultation with the Elder Chairman or other elder designated to preside over the meeting deems such delay in allowing for further discussion of the issue is in the best interest of the Church. The Moderator, in consultation with the Elder Chairman or other elder designated to preside over the meeting shall have the authority to determine when matters shall be tabled for further study and prayerful consideration. Any matters so tabled by the Moderator shall be discussed by the Elders at the next regular meeting of the Elder Council and re-addressed with the membership through additional information and/or ultimately a vote at a future meeting within a reasonable period allowed for further study of the specific matter involved.

Notice Provisions – “Notice . . . in writing” or “written notice” means a written announcement sent by regular U.S. mail or electronic mail provided the member has provided an email address to the Church and permission for the Church to transmit all notices to the member by means of electronic mail (email); and a “notice . . . in a regularly scheduled worship service” means an oral announcement at a Sunday morning service.

Article VI – Organization of Members for Ministry

Members of Grace Fellowship are encouraged to participate in ministries and have the liberty to organize themselves for ministry, providing that such participation does not conflict with Article II of the Constitution. Any organization may seek Church sanction from the Council of Elders as an official ministry of Grace Fellowship. Such sanction shall be granted provided that 1) the object, purpose, belief, and conduct of the organization and its members are consistent with Article II of the Constitution, and 2) the primary officers of the organization are members or regular attendees of the Church. Sanction by the Council of Elders does not necessarily imply support of the organization by the Church with personnel, finances, or facilities.

The word “team” when used in these By-Laws is a group of members and/or regular attendees who are appointed to accomplish a specific task or group of tasks.

Article VIII – Revisions and Amendments

A request for an amendment or revision to these By-Laws may be made in writing by a member for consideration by the Council of Elders. In addition, revisions and amendments to these By-Laws may be introduced through a written motion at any quarterly meeting by any resident member, but shall not be acted on until the next quarterly meeting. An oral notice of any proposed amendment shall be made on the two Sundays preceding the meeting where the amendment will be addressed and a written notice shall be sent to each member at least one week in advance of the meeting.

For GRACE FELLOWSHIP OF GREENSBORO, INC.:

Jim Meadows (Treasurer)

Robert C. Christian (Deacon Chairman)

Gerald W. Torbert (Clerk)

I certify that this constitution and by-laws document was adopted in Church conference this 10th day of July 2005 by a vote of 99 aye and 14 nay.

Original Signers

John T. Demarest, Jr. (Moderator)

James O. Meadows (Treasurer)

Robert C. Christian (Deacon Chairman)

Gerald W. Torbert (Clerk)

I certify that this constitution and by-laws document was amended in Church conference this 24th day of October 2010 by a vote in accordance with the By-Laws.

John T. Demarest, Jr. (Moderator)

Michael R. Sullivan (Treasurer)

Robert C. Christian (Elder Chairman)

Gerald W. Torbert (Clerk)

I certify that this constitution and by-laws was amended in a duly called Church business meeting this 16th day of September, 2012 by a vote of 96 aye, 3 nay, and 7 abstaining.

John T. Demarest (Acting Moderator)

David Rea (Treasurer)

W. B. Lewis (Elder Chairman)

David Torbert (Clerk)

I certify that this constitution and by-laws was amended in a duly called Church business meeting this 10th day of June, 2018 by a vote of 92 aye, 0 nay, and 2 abstaining.

Jim George (Acting Moderator)

Richard Sparkmon (Treasurer)

Jim Bedsole (Elder Chairman)

David Torbert (Clerk)

I certify that this constitution and by-laws was amended in a duly called Church business meeting this 13th day of September 2020 by a vote of 98 aye, 1 nay, and 1 abstaining.

Tom Robinson (Moderator)

Patricia Brown (Treasurer)

Charles Brown (Elder Chairman)

Carrie Human (Clerk)