

Constitution and Bylaws of Grace & Truth Bible Church

Adopted by the membership January 6, 2013
Amended Articles II and XI February 15, 2015

Preamble

Since it pleased Almighty God by His Holy Spirit to call certain of His servants to unite here in Hillsboro, Oregon, under the name Heritage Baptist Church, incorporated under the laws of the State of Oregon on October 7, 1994, for the worship of God and the spread of the gospel of Jesus Christ, and since He has sustained this work under a new name to the present day, we, the members of Grace & Truth Bible Church, having searched the Scriptures under the guidance of His Spirit, have recognized the need to reconstitute ourselves to more closely conform to His will for this church and to prepare ourselves for greater efforts in His name, do hereby adopt this *Constitution and Bylaws* as our articles of governance, to be interpreted at all times to reflect the character of and bring glory to Jesus Christ, as revealed in Scripture and articulated in the *Doctrinal Statement* and *Membership Covenant* of this church.

ARTICLE I - Name

The name of this church is Grace & Truth Bible Church.

ARTICLE II - Purpose

This church exists to glorify Christ our Head through the power of the Spirit by knowing God, loving one another, and gathering worshipers for God. This church is organized exclusively for religious purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE III - Membership

- A. **Governance.** The government of this church shall be congregational with authority vested in the members, who shall hold title to all properties and whose vote shall be final in all matters pertaining to the church. The church shall be led by a plurality of elders appointed by the membership. This church recognizes Jesus Christ as its true and only Head.

- B. **Qualifications.** Membership shall be comprised of those who profess faith in Jesus Christ, who evidence regeneration, who have been baptized following conversion in obedience to Christ, who follow after Christ in accordance with Scripture, and who are willing to submit to the shepherding of the elders.
- C. **Privileges and Responsibilities.**
1. Members are expected to gather regularly with this local church and contribute to the church's life with their God-granted abilities, spiritual gifts, time, and material resources.
 2. Participation in the formal ministries of the church is reserved for members; non-members may serve on an ad-hoc basis with the approval of the Council of Elders. Non-members may also provide professional services when deemed necessary by the church.
 3. Members are expected to attend members' meetings. They have the privilege and responsibility of voting on the election of officers and on other matters that are submitted for consideration by the membership of the church.
 4. Only members 18 years or older are entitled to vote in meetings of the church.
 5. The responsibilities of membership are further elaborated in the *Membership Covenant*.
- D. **Membership Process.**
1. To be admitted to church membership, an applicant shall read the governing documents of the church (*Doctrinal Statement, Membership Covenant, and this Constitution and Bylaws*), attend the membership class, and submit a membership application to the elders.
 2. Candidates shall be interviewed by at least one elder. If the Council of Elders then recommends the candidate for membership, the elders shall give notice in at least two public meetings of the assembly prior to a members' meeting that a candidate is to be considered for membership. Any member having concerns, objections, or affirmations should voice them to the elders during this time.
 3. Candidates for membership shall provide a public testimony of their faith and shall be accepted into membership by an affirmation of the majority of the members present at a members' meeting. The elders shall publicly rehearse the privileges and obligations of the new member as well as the obligations of the assembly to the new member.
 4. Excepting associate members, membership in our church carries the expectation that membership in any other church will be relinquished.
- E. **Associate Membership.** Students and other temporary residents who wish to participate in a local church and to be held accountable to a local body of believers while retaining membership in their home church are encouraged to apply for associate membership.
1. **Qualifications.** Qualifications for associate membership are identical to full membership except that home church membership must be retained.
 2. **Privileges and Responsibilities.** Associate members retain the same privileges and responsibilities as full members except that while they are encouraged to participate in regular and special meetings, they are not eligible to vote or be

elected. Associate members are released from the responsibility to regularly gather with this church body while they are outside of the area for extended periods of time.

3. **Membership Process.** In addition to following the membership process outlined in Article III, Section D, a recommendation shall be sought from the applicant's home church.
4. **Termination of Membership.** Associate membership is terminated according to Article III, Section G. In addition, the elders shall notify the associate member's home church of the termination of membership.

F. Member Care List.

1. The elders shall maintain a Member Care List of members who need particular prayer or attention from the body for any number of reasons so that the church may reach out in love to those members.
2. The Member Care List shall be reviewed with the membership regularly at members' meetings.

G. Termination of Membership.

1. Termination of membership shall be recognized by the church following death, voluntary resignation in writing to the elders, or dismissal by church discipline in accordance with Article VIII.
2. The church shall have the authority to refuse a member's voluntary resignation of membership, either for the purpose of proceeding with a process of church discipline, as defined in Article VIII, or for any other reason the church deems necessary or prudent.
3. Separate and apart from the process of church discipline, but subject to the discretion and approval of the elders, any members who have not attended a worship service, Sunday School class session, or Community Group meeting of Grace & Truth Bible Church for a period of six months or longer may be removed from the membership.

ARTICLE IV - Officers

- A. **Officers.** The biblical offices of the local church are elders and deacons. In addition, the church recognizes the administrative positions under this constitution of secretary and treasurer.
- B. **Elders.** The church is led by a plurality of elders who are equal in authority but may be specialized in function (Acts 14:23, James 5:14).
 1. **Terminology.**
 - a. This church recognizes that the terms elder, overseer (bishop), and shepherd (pastor) are used interchangeably in Scripture (1 Peter 5:1-3, Acts 20:28) as differing descriptions of the same office.
 - b. The Council of Elders shall consist of all elders, both staff and non-staff.
 2. **Qualifications.** The elders shall be men spiritually gifted to lead the church who are willing to serve as its shepherds and who:

- a. Have been members of the church for at least six months (to know and be known by the church),
- b. Meet the biblical qualifications set forth in 1 Timothy 3:1-7, Titus 1:5-9, and 1 Peter 5:1-3, and who
- c. Subscribe to and agree with the teachings of the Christian faith as expressed in the *Doctrinal Statement* and this *Constitution and Bylaws*.

3. Function.

- a. In accordance with the principles set forth in Acts 6:1-6 and 1 Peter 5:1-3, elders shall devote their time to prayer, to the ministry of the Word, and to shepherding the flock of God.
- b. The elders shall take particular responsibility to examine and instruct prospective members, to examine and recommend all prospective candidates for offices and positions, to oversee the work of the deacons and appointed church agents and committees, to conduct worship services, to administer the ordinances of baptism and communion, to equip the membership for the work of the ministry, to encourage sound doctrine and practice, to admonish and correct error, to oversee the process of church discipline, to coordinate and promote the ministries of the church, to mobilize the church for world missions, and to ensure that all who minister the Word to the church essentially share our doctrinal convictions.
- c. The elders shall elect one of their number to serve as the moderator of members' meetings and shall also elect a chairman for their elders' meetings. For purposes of compliance with the nonprofit corporation laws of the state of Oregon, the elders shall elect one of their number to serve as the president of the corporation.

4. Addition/Calling.

- a. Believing that God gifts His church with leaders, the elders will be responsible to identify and mentor men whom God may have placed within this body to be trained and cultivated to serve as elders either within this body or elsewhere.
- b. We desire a church culture in which members would help to identify those who may be gifted as elders. The elders value the ongoing, prayerful input of the membership.
- c. When the elders determine a need for the addition of another elder to serve the church, the elders shall oversee the process of identification and evaluation of a candidate.
- d. The elders shall nominate a candidate to the membership for affirmation by a vote as specified in Article V, Section D.
- e. The elders shall not nominate more men than the number of elders the church is seeking to add.
- f. Upon affirmation by the membership, the candidate shall be installed as an elder.

5. Term.

- a. **Term Limits.** There shall be no term limits on staff or non-staff elders.
- b. **Reaffirmation.**
 - 1. An elder's calling shall be reaffirmed triennially by the membership. The Council of Elders shall start the process by prayerfully considering the calling and gifting of the elder.
 - 2. Within thirty days prior to or after each triennial anniversary of the elder's installation, an elder's continuation in office shall be contingent on the approval of the majority of the existing elders.
 - 3. The membership shall vote on the recommendation of the elders whether to reaffirm by a two-thirds vote of the legal votes cast by secret ballot.
 - 4. In the case that an elder is not reaffirmed, said elder shall relinquish eldership effective immediately and shall remain a member in good standing.
- c. **Sabbatical.**
 - 1. Recognizing the need for periodic times of rest and retreat for both staff and non-staff elders, an elder may request to take a sabbatical subject to the approval of the Council of Elders.
 - 2. No vote of the membership is required to reinstate an elder after a sabbatical.

6. Termination.

- a. **Resignation.** An elder may resign his office at any time if he finds he is no longer able to discharge the duties of the office.
- b. **Grievance.**
 - 1. Where a grievance exists against an elder, either due to his preaching or teaching contrary to the beliefs of the Church or to alleged conduct on his part unfitting an elder, such grievance may be brought before the Council of Elders by any two members in good standing.
 - 2. If the Council of Elders, after thorough investigation and consideration, believes the grievance to be true and substantial, then the Council of Elders (excluding the elder against whom the grievance is brought) shall vote whether to present the elder to the membership as a candidate for removal.
 - 3. If the Council of Elders then presents the elder as a candidate for removal, they shall also present the substance of the grievance in a members' meeting. They shall give notice in at least two public meetings of the assembly prior to the members' meeting in which the elder is to be considered for removal. Any member having concerns, objections, or questions should voice them to the elders during this time.
 - 4. The membership shall vote whether to remove the elder by majority vote of the legal votes cast by secret ballot. Upon removal, the elder shall relinquish all duties and responsibilities.

- c. **Disqualification.**
 - 1. When an elder no longer meets the qualifications for the office as defined in Article IV, Section B, Subsection 2, then the remaining members of the Council of Elders shall vote whether to present the elder to the membership as a candidate for removal.
 - 2. If the Council of Elders then presents the elder as a candidate for removal, they shall also present the nature of disqualification in a members' meeting. They shall give notice in at least two public meetings of the assembly prior to the members' meeting in which the elder is to be considered for removal. Any member having concerns, objections, or questions should voice them to the elders during this time.
 - 3. The membership shall vote whether to remove the elder by majority vote of the legal votes cast by secret ballot. Upon removal, the elder shall relinquish all duties and responsibilities.
- 7. **Staff Elders.** This church reserves the right to provide full- or part-time compensation for one or more elders, in order for such men to dedicate a greater proportion of their time and energy to the ministry. Adding, changing, or removing elder compensation shall be managed as part of the annual budget process. There should always be a majority of non-staff elders on the Council of Elders.
 - a. **Addition.** The six-month membership requirement shall hold for staff elders, even when relocating from another church. In order to financially support this transition, the church may call the candidate to be employed as a non-elder on the church staff. After the membership requirements have been met, the church shall vote whether to call the candidate as a staff elder as specified in Article V, Section D.
 - b. **Reaffirmation.** In the case of a staff elder not being reaffirmed in accordance with Article IV, Section B, Subsection 5, the elders shall call a members' meeting to discuss termination of the employment. The remaining Council of Elders shall draft a separation agreement to clarify the terms of separation between the church and individual. The separation agreement shall become binding only upon affirmation by a vote of the membership in accordance with this constitution's provisions for elections.
 - c. **Resignation.** In the case of resignation in good standing and subject to the approval of the Council of Elders, a staff elder may receive salary and associated benefits for a period of forty-five days after the resignation becomes effective or until he has obtained another paid position, whichever comes first.
 - d. **Disqualification or grievance.** In the case of disqualification or grievance the employment of a staff elder is terminated upon removal from office. A separation agreement may be drafted by the remaining Council of Elders and brought to the membership for affirmation in order

to clarify the terms of separation and provide for the short-term needs of the staff elder and his family.

- e. **Sabbatical.** Staff elders shall receive an eight week sabbatical after every seven years of service. During this time, they shall remain employees of the church and receive all compensation and benefits provided as part of their employment. This is designed to be a time of refreshment, to be used at the sole discretion of the elder and his family. The church shall not impose any expectations or conditions upon this sabbatical period.

C. **Deacons.** The church shall recognize men and women who are giving of themselves in service to the church and who possess particular gifts of service. These members shall be received as gifts of Christ to His church and set apart as deacons. The relationship of the deacons to the elders is one of recommendation and service.

1. **Qualifications.** Qualified candidates for deacon shall:
 - a. Have been members of the church for at least six months,
 - b. Demonstrate that they possess the qualifications set forth in Acts 6:1-7 and 1 Timothy 3:8-13, and
 - c. Subscribe to and agree to the teachings of the Christian faith as expressed in the *Doctrinal Statement* and this *Constitution and Bylaws*.
2. **Function.** Deacons shall fulfill the following duties:
 - a. Care for the temporal needs of members;
 - b. Attend to the physical accommodations of the church;
 - c. Oversee the preparation of and assist in the disbursing of the communion elements;
 - d. Manage benevolence funds, reporting their use to the elders upon request and reporting to the church the total receipts and total disbursements only; and
 - e. Perform other duties as assigned by the elders.
3. **Addition/Calling.** As the elders identify a need, they may nominate individuals who are gifted and qualified to serve in this office. The membership shall vote to affirm deacons in accordance with this constitution's provision for elections. Deacons assume office upon election or at a time predetermined by the elders.
4. **Term.** Deacons shall be elected to a term lasting for a maximum of three years. Deacons may serve consecutive terms, without limit, as long as the provisions set forth in this constitution regarding their qualification, nomination, and election are met.
5. **Termination.** A deacon's term of office may be terminated by resignation or dismissal.
 - a. Dismissal of a deacon shall be initiated by the Council of Elders.
 - b. The membership shall vote whether to remove the deacon by majority vote of the legal votes cast by secret ballot. Upon removal, the deacon shall relinquish all duties and responsibilities.

D. **Clerk.**

1. The clerk shall keep an accurate record of the proceedings of the church, including keeping minutes of all members' meetings, maintaining the church membership roll, and rendering reports as requested by the elders, deacons, or the membership.
2. The clerk shall present a report to the membership at each members' meeting. This responsibility may be delegated with the approval of the elders.
3. The clerk shall be elected to a term lasting for a maximum of three years. The clerk may serve consecutive terms, without limit, as long as the provisions set forth in this constitution regarding their qualification, nomination, and election are met.
4. For purposes of compliance with the nonprofit corporation laws of the state of Oregon, the clerk shall serve as the secretary of the corporation.

E. Treasurer.

1. The treasurer shall ensure that all funds and securities of the church are properly secured in such banks, financial institutions, or depositories as appropriate.
2. The treasurer shall ensure that adequate controls are in place so that all funds belonging to the church are appropriately handled by an officer, employee, or agent of the church.
3. The treasurer shall keep records of all financial transactions and submit a quarterly report of all financial transactions and the financial condition of the church to the deacons and elders within a reasonable amount of time following the end of each fiscal quarter.
4. The treasurer shall post the quarterly financial report of the church in a location accessible by the entire membership.
5. The books of the treasurer shall be audited periodically under the direction of the deacons.
6. The treasurer shall present a quarterly report to the membership at a members' meeting. This responsibility may be delegated with the approval of the elders.
7. The treasurer shall be elected to a term lasting for a maximum of three years. The treasurer may serve consecutive terms, without limit, as long as the provisions set forth in this constitution regarding their qualification, nomination, and election are met.

F. Committees.

1. A Finance Committee, comprised of the treasurer and at least one designee of the elders, shall exist for the purpose of advising the elders in areas of budgeting and financial stewardship. The committee members must be unrelated members of the church.
2. Elders may create and dissolve committees for special functions for a temporary period as dictated by the needs of the body.

G. Other Ministry Positions.

1. The elders may propose funding for new paid staff positions in addition to staff elders.
2. The proposed budget expenditure(s) shall be presented to the membership for affirmation.

ARTICLE V - Elections and Voting

- A. **Unity in Decision-Making.** We strive for unanimous decision-making, but it cannot be expected that the team of elders or the church as a whole shall always achieve unanimity on every decision. We believe that even when we are not unanimous, we can still experience unity as God intends if we avoid selfishness and strive for humility toward each other (Philippians 2:1-11). When there is not a consensus among the elders, a period of time shall be determined to allow for additional prayer, study, and discussion. If the minority opinion still exists at the end of this time, a two-thirds majority of the elders shall make a final decision that shall be in unity supported by all elders.
- B. **Prayerful Dependence.** Substantial prayer, both individual and corporate, shall be an integral part of the election process.
- C. **Nominations.**
1. The Council of Elders shall be the nominating body for all offices of the church.
 2. We desire a church culture in which members would assist in identifying candidates for church offices. The elders value the ongoing, prayerful input of the membership.
 3. The elders shall give notice of any nominations for officers in at least two public meetings of the church prior to the members' meeting in which a vote shall take place.
 4. Any member with reason to believe that a nominated candidate is unqualified for the office should express such concern to the elders. Members intending to speak with concern about a candidate should express their objection to the elders as far in advance of the election as possible.
- D. **Election of Elders.**
1. The Council of Elders shall recommend candidates to serve as elders who are qualified according to the provisions of this constitution. They shall first assess the candidate's qualifications and advise him concerning the role of the office.
 2. The membership shall vote whether to affirm the candidate presented to them by the Council of Elders by a two-thirds vote of the legal votes cast by secret ballot at a members' meeting.
 3. The elder assumes office upon election or at a time predetermined by the elders.
- E. **Election of Staff Elders.**
1. In the calling of any man to this position, the same process of calling an elder is followed.
 2. The membership shall vote whether to affirm the candidate for staff elder by a two-thirds vote of the legal votes cast by secret ballot at a members' meeting.
 3. The staff elder assumes office upon election or at a time predetermined by the elders.
- F. **Election of Deacons.**
1. Candidates for deacon nominated by the elders shall be affirmed by the membership by a majority vote of the legal votes cast by secret ballot at a members' meeting.

2. The deacon assumes office upon election or at a time predetermined by the elders.
- G. Election of Secretary.**
1. The secretary nominated by the elders shall be affirmed by the membership by a majority vote of legal votes cast by secret ballot at a members' meeting.
 2. The secretary assumes office upon election or at a time predetermined by the elders.
- H. Election of Treasurer.**
1. The treasurer nominated by the elders shall be affirmed by the membership by a majority vote of legal votes cast by secret ballot at a members' meeting.
 2. The treasurer assumes office upon election or at a time predetermined by the elders.
- I. Motions.** Unless otherwise noted, a majority of legal votes cast by members present and voting carries a motion.

ARTICLE VI - Meetings

A. Worship Meetings.

1. The body shall meet weekly for worship on a predetermined day of the week. Additional meetings or services may be held throughout the week.
2. The Lord's Table shall be observed regularly during corporate worship meetings to remember the Lord's death until He comes and celebrate the blessings of the New Covenant. The frequency of observing the Lord's Table shall be determined by the elders. All who follow Jesus Christ as their Savior and Lord and who are walking in fellowship with Him and His church are welcome to join in this remembrance.
3. Baptisms may take place during the corporate worship meetings or at the discretion of the elders. Baptism is administered by immersion upon an individual's profession of faith and evidence of regeneration. In special circumstances, the elders may approve baptism by other modes, such as pouring in the case of a believer who is ill.

B. Members' meetings.

1. In every meeting together, members shall act in that spirit of mutual trust, openness, and loving consideration which is appropriate within the body of our Lord Jesus Christ (Philippians 2:1-4).
2. There shall be a regular members' meeting at least quarterly, at some time apart from a public worship service. The elders shall designate a moderator to preside at all members' meetings. The elders shall see that the stated meetings of the church are regularly held and that required reports are submitted to the church by the responsible members.
3. Provided all constitutional provisions for notification have been met, a quorum shall be understood to be met by those members present. All votes shall be tallied based on the number of votes cast by members present.

4. A member meeting may be postponed at the discretion of the elders when an uncontrollable circumstance, such as poor weather, exists.
5. A budget shall be approved by the membership at a members' meeting no more than two months prior to, or one month following, the beginning of the fiscal year.
6. At any regular or special members' meeting, officers may be elected and positions filled as needed, provided all relevant constitutional requirements have been met.
7. Special members' meetings may be called as required by the elders, or at the written request, submitted to the elders, of 10 percent of the voting membership. The date, time, and purpose of any special meeting shall be announced at all public services of the church within two weeks preceding the meeting. In the event of a written request from the members, the elders shall call a special meeting to be held within one month of their receipt of the request.
8. Members' meetings are for members of the church. At the discretion of the elders a members' meeting may be opened to attendance by non-members. By default, participation in the meeting is a privilege of church members.

C. Elders' meetings.

1. The Council of Elders shall meet at least monthly for prayer, shepherding, and church administration, and at other times as needed.
2. The elder chairman shall manage the agenda of the meetings and ensure the meetings are held regularly in an orderly manner.
3. All major decisions within the Council of Elders shall be submitted to the formality of a vote, seeking unanimity within reasonable efforts to achieve it. All elders shall fully and cheerfully support the decisions made by the Council of Elders in the public life of the church.

ARTICLE VII - Finances

A. Contributions.

1. This church is supported by voluntary contributions from its members who shall give according to the Spirit's leading, their consciences, and God's provision.
2. No method of raising funds shall be entertained which is in conflict with the biblical ideals of the church.
3. All undesignated offerings shall go to the general fund.

B. Designated Offerings.

1. The church is a qualified tax-exempt organization for purposes of receiving tax-deductible contributions. Contributions are deductible if given to and for the use of a qualified tax-exempt organization to be used under its control to accomplish its exempt purposes. Generally, the church will not accept contributions designated for the use of a specific individual since the Internal Revenue Service recognizes such transactions as personal gifts that cannot be treated as tax-deductible. Contributions designated for a specific purpose are subject to the approval of the elders and may be put to alternate use.

2. Offerings for special purposes not provided for in the budget may be initiated by leadership and communicated to all attendees who may wish to participate. These offerings shall be temporary in nature.
- C. Church Budget.**
1. Each fiscal year shall begin on July 1 and end on the following June 30.
 2. The Finance Committee shall prepare a proposed budget for the next fiscal year and present it to the elders for consideration at least four weeks prior to the start of the new fiscal year.
 3. If the proposed budget is approved by a majority vote of the elders, the elders will then submit the budget to the membership for approval at a members' meeting. The proposed budget shall be posted publicly at least two weeks prior to this meeting. A majority of legal votes cast shall approve the budget.
 4. Purchases of an unbudgeted item in excess of \$2,000 must be approved by a majority vote of the membership.
- D. Debt.** The decision to enter into long-term indebtedness must be approved by two-thirds majority of legal votes cast at a members' meeting.

ARTICLE VIII - Church Discipline and Exclusion of Members

A. Biblical Teaching on Church Discipline.

1. **Causes for Church Discipline.** The Scriptures call for the church membership and the elders to administer church discipline to erring brothers and sisters. Any member who consistently neglects his or her duties to the church (Hebrews 10:25), engages in conduct or teaching contrary to Scripture (1 John 3:10), or dishonors the reputation of this local church and God (Ezekiel 36:20) shall be subject to the admonition of the elders and the discipline of the assembly. Church discipline should be pursued when a member persists in unrepentant sin (Matthew 18:15, 1 Timothy 5:19-20), lives in disobedience to biblical teaching (2 Thessalonians 3:6), seeks to stir up division (Romans 16:17-18, Titus 3:10), promotes matters of secondary importance that are unprofitable, useless, or distracting (Titus 1:13-14, 3:9; 2 Timothy 2:22), or persistently lives as a non-Christian (1 Corinthians 5:11).
2. **Purposes for Church Discipline.** Church discipline exists to call an erring member to repentance (2 Timothy 2:22-26), to seek his or her reconciliation with the body (Luke 17:3, Galatians 6:1-5), to promote spiritual growth (Hebrews 12:10-11), to maintain the purity of the church and the Gospel's reputation (1 Corinthians 5:6-7), and to protect the flock of God (Acts 20:28-31). Pursuing the erring one must be done gently (2 Timothy 2:24-25), treating that person respectfully as a brother (2 Thessalonians 3:14-15) with the genuine desire and purpose of restoring that person to full fellowship (Galatians 6:1). Church discipline should ordinarily be contemplated after individual private admonition has failed.

B. Process of Church Discipline.

1. **Means of Discipline.** Church discipline may include private or public admonition by the elders or church (1 Corinthians 4:14, 2 Timothy 2:25), removal from elected offices of the church (1 Timothy 3:1-13, 5:19-20), or exclusion from membership (1 Corinthians 5:4-5, 2 Thessalonians 3:14-15). Individuals who have been excluded from the membership for unrepentant sin shall be asked to refrain from partaking the Lord's Table.
2. **Subjects of Discipline.** Only members of this church may undergo formal church discipline. Christians who attend regularly (but are non-members) are subject to pastoral admonishment but may not be put out of the church. If another church has disciplined one of its members for reasons determined to be biblical, and that person subsequently comes to this church, then the discipline shall be honored.
3. **Steps of Discipline.** Scripture passages, such as Christ's teaching in Matthew 18:15-17, outline steps to be taken prior to public discipline of a member:
 - a. We must be quick to overlook minor offenses, taking care that our offence is not a matter of personal preference (1 Peter 4:8, Proverbs 19:11, Ephesians 4:1-3).
 - b. It is the responsibility of a member who observes or becomes aware of a biblically clear issue of sin in a fellow member to privately seek out that errant brother or sister, bringing the sin to their attention and seeking their repentance (Matthew 18:15).
 - c. If the erring member is unreceptive to the admonition, the individual seeking to help should take one or two other members with him to pursue the erring person's repentance (Matthew 18:16).
 - d. If the member continues in unrepentance, he or she should be brought to the attention of the elders, who shall pursue his or her repentance.
 - e. If a member consistently refuses to repent after these steps are taken, the elders shall bring him or her to the attention of the assembly, publicly calling the individual to repentance (Matthew 18:17) and placing them on the Member Care List. They shall also urge the members to pursue the spiritual restoration of the erring member.
 - f. If a member is placed on the Member Care List because of church discipline, the body shall pursue the repentance and reconciliation of that member.
 - g. After a period of time determined by the elders, the elders may call upon the members to exclude an unrepentant individual from membership at a regular or special members' meeting. A member shall not be excluded until notice has been given at no less than two public services prior to the members' meeting in which that person's exclusion is discussed. The membership is responsible to determine that a member is unrepentant and to affirm by a majority vote the termination of that person's membership (1 Corinthians 5:4-5).

C. Restoration of Membership.

1. An excluded member may reapply for membership provided that he or she acknowledges and demonstrates genuine repentance.
 2. The regular steps for membership apply for this applicant, with the exception of the membership class.
 3. An excluded member who is re-admitted into membership shall be received with full forgiveness and to full fellowship with the body.
- D. **Resignations by Members.** Resignations from membership are possible only by members who are in good standing and not subject to disciplinary action.
- E. **Trespass Notice.** Separate and apart from the process of church discipline but subject to the discretion and approval of the elders, an individual may be notified that he or she is not to be present upon church premises for such a period of time as is deemed necessary for the safety and well-being of others on the church premises. If this person is a member, such required absence may, but need not, be concurrent with church discipline of that person.

ARTICLE IX - Dispute Resolution

Believing that the Bible commands Christians to make every effort to live at peace and to resolve disputes with each other in private or within the Church (Matthew 18:15-20, 1 Corinthians 6:1-8), this church shall require its members to resolve conflict among themselves according to biblically based principles, without reliance on the secular courts. Consistent with its call to peacemaking, the church shall encourage the use of biblically based principles and the avoidance of suits of law or equity to resolve disputes between itself and those outside the church, whether Christian or secular and whether individuals or corporate entities. The elders shall adopt policies and procedures to effect these requirements and aspirations.

ARTICLE X - Indemnification

- A. **Mandatory Indemnification.** If a legal claim or criminal allegation is made against a person because he or she is or was an officer, employee, or agent of the church, the church shall provide indemnification against liability and costs incurred in defending against the claim if the elders determine that the person acted in good faith, with the care an ordinarily prudent person in a similar position would exercise under similar circumstances, and in a manner the person reasonably believed to be in the best interest of the church and the person had no reasonable cause to believe his or her conduct was unlawful.
- B. **Permissive Indemnification.** At the discretion of the elders, the church may also indemnify any person who acted in good faith and reasonably believed that his or her conduct was in the church's best interest and not unlawful.
- C. **Procedure.** If a quorum of the elders is not available for an indemnification determination because of the number of elders seeking indemnification, the requisite determination may be made by the membership or by special legal counsel appointed by the membership.

ARTICLE XI - Dissolution

- A. In the event of the dissolution of Grace & Truth Bible Church as a non-profit corporation, the assets of the corporation shall be given to a non-profit corporation of like faith and practice for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.
- B. Notice of dissolution shall be sent in writing to each member and announced publicly at least five weeks prior to the dissolution meeting.
- C. All recommendations for recipients of the corporation assets shall be given in writing by the membership to the deacons no less than four weeks prior to the dissolution meeting.
- D. It shall be the duty of the deacons to examine all recommendations submitted and to make a recommendation to the elders at least three weeks prior to the dissolution meeting concerning the distribution of the church assets.
- E. The elders shall consider the deacons' recommendation and make their own recommendation to the membership in writing at least two weeks prior to the dissolution meeting.
- F. The recipient corporation shall be determined by a majority of the legal votes cast at a special members' meeting.
- G. The elders and deacons, in the stead of the members of the corporation, shall assume the responsibility of all dissolution proceedings. They shall also seek and obtain legal assistance to complete said proceedings.
- H. The assets of this church shall be dispersed in a way that continues to give glory to God and honor to Christ our Head.

ARTICLE XII - Amendments

- A. This *Constitution and Bylaws*, the *Doctrinal Statement*, and the *Membership Covenant* may be amended at any members' meeting by a two-thirds vote of legal votes cast.
- B. Amendments to these documents may be considered if the amendment has been submitted in writing to the elders and the elders accept the consideration.
- C. For any amendment that the elders accept for consideration by the assembly, the membership shall be given notice in writing and announcement of amendments in at least two public meetings of the church prior to the consideration of the amendments.