

# Grace Brethren Church Bylaws

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## TABLE OF CONTENTS:

Article 1	Name, Purpose, Mission & Authority
Article 2	Statement of Faith
Article 3	Membership
Article 4	Board of Overseers
Article 5	Church Staff
Article 6	Church Officers
Article 7	Tax-Exemption Provisions
Article 8	Miscellaneous



## **PREAMBLE**

These Bylaws govern the affairs of the Grace Brethren Church, Wooster, an Ohio nonprofit religious corporation. In harmony with our historic position, we acknowledge our responsibility to make known the divine message of Jesus found in the Bible. We establish the following articles as rules by which to govern and conduct the ministries of the church.

### **ARTICLE 1 – NAME, PURPOSE, MISSION & AUTHORITY**

#### **1.01 Name**

The name of this religious nonprofit organization is the Grace Brethren Church. The principal office of the church in the state of Ohio shall be located in Wooster, Ohio. The Board of Overseers (the Board) shall have the full power and authority to change any office from one location to another, either in Ohio or elsewhere.

#### **1.02 Purpose & Mission**

This congregation is organized as a church exclusively for charitable, religious, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (IRC) of 1986, for such purposes including, but not limited to: proclaiming the Gospel of the Lord Jesus Christ, establishing and maintaining religious worship, educating believers in a manner consistent with the requirements of Holy Scripture, and maintaining missionary activities in the United States and around the world. This church exists to develop all people into fully devoted followers of Jesus Christ (Matthew 28:18-20). More specifically, but without limitation, our purpose is to glorify God by seeking to rescue the lost with the good news of hope in the person of Jesus Christ, by following the truth of God's Word and growing in the grace of the Lord Jesus Christ, worshipping God through a lifestyle of sacrifice, obedience and action, uniting our lives together in fellowship, and serving each other, our community and the world by using our gifts and abilities.

#### **1.03 Authority**

The primary authority in this church rests in Jesus Christ as the Head of the Church, whose authority is expressed within the completed Word of God. The secondary authority is by the laws of the State of Ohio, under which it is incorporated. This Church is board-governed and staff-led as set forth in Articles 4 and 5. We agree to maintain the institution of the Gospel, to submit ourselves to the orderly administration of the affairs of the Church, and to walk together in brotherly love. This church is autonomous and maintains the right to govern its own affairs, not subordinate to any other ecclesiastical body or denominational control. This church voluntarily affiliates with the Fellowship of Grace Brethren Churches (Charis Fellowship).

### **ARTICLE 2 – STATEMENT OF FAITH**

#### **2.01 The Center**

We declare that Jesus Christ, the incarnate Word of God<sup>1</sup> as revealed in the Bible, the written Word of God,<sup>2</sup> is the only Savior and Lord.<sup>3</sup> He is the center of our shared experience of true biblical unity.



## 2.02 The Evangelical Core

We affirm our commitment to the following core truths of the Bible which we share with other genuine believers in Jesus Christ:

1. **The One True God** - There is one, and only one, true God,<sup>4</sup> the God of Abraham, Isaac, and Jacob.<sup>5</sup> He is the Creator and Lord of all,<sup>6</sup> existing eternally in three persons, never less and never more - Father, Son, and Holy Spirit.<sup>7</sup>
2. **The Lord Jesus Christ** - Jesus Christ is fully God, existing eternally.<sup>8</sup> Everything was created by Him and for Him.<sup>9</sup> His incarnation took place in the womb of a virgin.<sup>10</sup> He became man,<sup>11</sup> but never sinned.<sup>12</sup> He died a substitutionary death to atone for sin,<sup>13</sup> resurrected bodily,<sup>14</sup> and ascended into heaven where He remains fully God and fully man,<sup>15</sup> and is presently ministering<sup>16</sup> until He comes again.<sup>17</sup>
3. **The Holy Spirit** - The Holy Spirit is fully God, existing eternally.<sup>18</sup> He is a person,<sup>19</sup> and was involved in Creation<sup>20</sup> and the inspiration of Scripture.<sup>21</sup> His works of convicting<sup>22</sup> and regenerating<sup>23</sup> are essential to the believer's salvation. Believers are entitled to the benefit and joy of being filled<sup>24</sup> and walking in the Spirit<sup>25</sup> for empowerment in Christian life, service, and mission.<sup>26</sup>
4. **The Bible** - The sixty-six books, and only these, known as the Old and New Testaments, are the written Word of God.<sup>27</sup> God's inspiration and superintendence of the writing of every word of the Bible<sup>28</sup> guarantees that what was written is His Word and therefore authoritative, true, and without error in the original manuscripts.<sup>29</sup> God preserves His Word,<sup>30</sup> which is powerful and effective to accomplish His purpose of salvation among all nations.<sup>31</sup> God's Spirit illumines the minds of believers in every culture to understand and apply the unchanging truth of Scripture in fresh and relevant ways for the benefit of the whole Body of Christ.<sup>32</sup>
5. **Humanity** - God created man and woman in His image.<sup>33</sup> As a result, all people are bearers of that image.<sup>34</sup> However, Adam's subsequent sin resulted in a condition of spiritual death,<sup>35</sup> which all people since Adam have experienced,<sup>36</sup> marring the beauty of God's image in them in every facet of life. This condition of spiritual death<sup>37</sup> has rendered all people unable to save themselves<sup>38</sup> and leads to physical death.<sup>39</sup> Therefore, new birth is necessary for salvation.<sup>40</sup>
6. **Salvation** - The salvation brought by God is a complete and eternal salvation by His grace alone, received as the free gift of God through personal faith alone in the Lord Jesus Christ and His finished work, as He declares believers righteous in Him.<sup>41</sup>
7. **Church** - There exists one true Church, which is called the Household of God,<sup>42</sup> the Body of Christ,<sup>43</sup> and the Temple of the Holy Spirit.<sup>44</sup> It is comprised of all true disciples of Jesus Christ and is created by the action of the Holy Spirit.<sup>45</sup> Tangible expressions of this true Church are found in local churches.<sup>46</sup>
8. **Christian Life** - The believer is saved by faith alone.<sup>47</sup> The faith that saves is expected to produce obedience<sup>48</sup> and good works,<sup>49</sup> which are the products of the indwelling Holy Spirit.<sup>50</sup> The dimensions of biblical ethics are both individual and social, and extend to every facet of life.<sup>51</sup> God faithfully continues to finish the work of sanctification, which He initiated in the life of each believer<sup>52</sup> with the goal of Christlikeness.<sup>53</sup>



9. **Angels, Satan, Demons** - God created a multitude of spiritual beings called "angels."<sup>54</sup> Righteous angels continue to serve God and work both in the heavenly sphere and on earth.<sup>55</sup> By his disobedience, Satan, a fallen angel, became the adversary of God and God's people,<sup>56</sup> carrying with him a procession of demons.<sup>57</sup> Jesus Christ has overcome Satan<sup>58</sup> so that the final judgment and doom of Satan and his demons are certain.<sup>59</sup>
10. **Future Life** - The dead will have a conscious existence in eternity<sup>60</sup> and their bodies will be resurrected.<sup>61</sup> Unbelievers, already under condemnation, will be sentenced to suffer eternal separation from God.<sup>62</sup> Believers, already having been granted eternal life,<sup>63</sup> will be judged and rewarded according to their works,<sup>64</sup> and will experience a glorified, eternal existence in the presence of the Lord.<sup>65</sup>

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1 - John 1:1-14, 2 - Matthew 5:17-18; 2Timothy 3:16; 2Peter 1:20-21; Psalm 19:7-11, 3 - John 14:6; Acts 4:12; 1Corinthians 12:3; Romans 10:9; Philippians 2:9-11, 4 - Deuteronomy 6:4; Isaiah 43:10; 1Corinthians 8:4-6; 1Timothy 2:5, 5 - Matthew 22:32; Acts 3:13, 6 - Genesis 1:1; Psalm 146:6; John 1:3; Colossians 1:16-17, 7 - Matthew 28:19; Luke 3:22; 2Corinthians 13-14, 8 - John 1:1-3; John 8:58; Titus 2:13, 9 - Romans 11:36; Colossians 1:16, 10 - John 1:14; Matthew 1:18-23; Luke 1:29-35, 11 - Luke 2:52; John 19:28; Philippians 2:6-8, 12 - Hebrews 4:15; 1Peter 2:22, 13 - Romans 5:8; 2Corinthians 5:21; 1Peter 2:24-25, 14 - Luke 24:36-43; Romans 1:4; 1Corinthians 15:3-8, 15 - Acts 1:9; Hebrews 4:14, 16 - Ephesians 1:19-23; Hebrews 4:15-16, 17 - Acts 1:11, 18 - Acts 5:3-4, 19 - John 16:7-15, 20 - Genesis 1:2, 21 - 2Peter 1:21, 22 - John 16:8-11, 23 - Titus 3:5, 24 - Ephesians 5:18, 25 - Galatians 5:16, 26 - Galatians 5:22-23; Ephesians 3:16-21; Acts 1:8, 27 - Luke 24:25-27; 1Peter 1:23-25, 28 - 2Timothy 3:16; 2Peter 1:20-21, 29 - Psalm 19:7-11, 30 - Psalm 119:89; Psalm 119:160, 31 - Romans 1:16; Romans 10:8-17; Romans 16:25-27, 32 - 1Corinthians 2:9-16; Ephesians 1:17-23, 33 - Genesis 1:26-28, 34 - James 3:9, 35 - Genesis 3:1-24, 36 - Romans 5:12-19, 37 - Romans 6:23; Ephesians 2:1-3, 38 - Romans 8:6-8, 39 - Genesis 2:17; Romans 5:12, 40 - John 1:12; John 3:3-5, 41 - Romans 5:1; Ephesians 2:4-9; Titus 3:5-7; 1Peter 1:18-21; Hebrews 9:12; Hebrews 10:14, 42 - 1Peter 4:17; Ephesians 2:19-20; 1Timothy 3:14-15, 43 - 1Corinthians 12:27; Ephesians 1:22-23, 44 - 1Corinthians 3:16; Ephesians 1:21-22, 45 - 1Corinthians 12:13, 46 - Hebrews 10:25; Galatians 1:2; Romans 16:4-5; Revelation 2:1-8,12,18; Revelation 3:1, 7,14, 47 - Romans 4:5, 48 - Romans 1:5, 49 - James 2:14-17; Titus 3:8, 50 - Galatians 5:22-23, 51 - Matthew 22:37-40; Colossians 3:17, 52 - Philippians 1:6; Philippians 2:12-13, 53 - Romans 8:29; 2Corinthians 3:18, 54 - Daniel 7:10; Hebrews 12:22, 55 - Hebrews 1:14; Ephesians 1:21; Ephesians 3:10, 56 - 1Peter 5:8-9; Revelation 12:1-10, 57 - Ephesians 6:12, 58 - 1John 3:8, 59 - John 12:31; Romans 16:20; Revelation 2:10, 60 - Philippians 1:21-23; Luke 16:19-31, 61 - John 5:28-29, 62 - Matthew 25:46; Revelation 20:15, 63 - John 3:16; John 6:47, 64 - Romans 14:10-12; 1Corinthians 3:10-15; 2Corinthians 5:10, 65 - 1Thessalonians 4:17; Revelation 21:3-5; Psalm 16:11

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## 2.03 Commitments & Practices

We seek to understand the intent of each biblical writer by using grammatical, historical, and contextual principles of interpretation,<sup>66</sup> focused on Christ, led by the Holy Spirit,<sup>67</sup> and oriented by grace. We accept the absolute authority of the Bible rather than that of creeds, traditions, or leaders.<sup>68</sup>

1. We commit to an ongoing study, understanding and application of God's unchanging truth in our constantly changing world, whether personal, social or cultural.<sup>69</sup>
2. We affirm that true believers put their trust in Jesus Christ and are kept forever in the saving grace of God through His promises and His power.<sup>70</sup> Every believer has been eternally justified,<sup>71</sup> blessed with all spiritual blessings,<sup>72</sup> and set free from all condemnation.<sup>73</sup>
3. We affirm that the Holy Spirit's works of baptizing,<sup>74</sup> sealing,<sup>75</sup> and indwelling<sup>76</sup> occur simultaneously with regeneration and are the possession of every true believer. The Holy Spirit gives each believer a unique combination of spiritual gifts for the purpose of serving God and people.<sup>77</sup>
4. We affirm that Jesus Christ gave ordinances to the church: Baptism testifies to the reality of our salvation and identifies us as disciples of the Triune God. We therefore encourage the practice of triune immersion.<sup>78</sup> Communion testifies to our justification, sanctification and



glorification, which are accomplished through Jesus Christ. We, therefore, encourage the practice of these symbols: the bread and cup, the washing of feet, and the sharing of a meal.<sup>79</sup>

5. We encourage the practice of additional biblical symbolic actions, such as anointing with oil and prayer for the sick,<sup>80</sup> laying on of hands for ministry,<sup>81</sup> etc.
6. We affirm that the Church began on a particular day of Pentecost when our ascended Lord sent His Spirit to the waiting disciples.<sup>82</sup> The present Church age will come to an end when our Lord comes in the air to remove His Church from the earth<sup>83</sup> and fulfill His promises to Israel.<sup>84</sup> The second coming of Christ is the personal, physical, and visible return from heaven of Christ to earth<sup>85</sup> with His Church,<sup>86</sup> to establish His thousand-year reign<sup>87</sup> before instituting His eternal kingdom.<sup>88</sup>
7. We affirm the local church is God's primary means for the fulfillment of the Great Commission of our Lord Jesus Christ.<sup>89</sup>

## 2.04 Positions & Practices

Additional positions and practices of this church can be found in the Grace Church Position Statements document approved by the Board which are incorporated herein by reference.

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**66** - Matthew 5:18; Luke 24:25-27, **67** - 1Corinthians 2:14, **68** - 1Corinthians 4:6, **69** - Acts 17:11; 2Timothy 2:15; 1Chronicles 12:32, **70** - John 10:28-29; 1Peter 1:3-5, **71** - Romans 3:24, Romans 4:25, **72** - Ephesians 1:3, **73** - Romans 8:1, **74** - 1Corinthians 12:13, **75** - Ephesians 1:13, **76** - Romans 8:11, **77** - Romans 12:6; 1Corinthians 12:7, 11, **78** - Matthew 28:19; Acts 8:36-38, 10:47, **79** - 1Corinthians 11:20, 23-26; Luke 22:14-20; John 13:14; Jude 12, **80** - James 5:13-16, **81** - 1Timothy 4:14, **82** - Acts 2:1, 37-47, **83** - 1Thessalonians 4:16-17; John 14:3, **84** - Zechariah 12; Romans 11:26-29, **85** - Acts 1:11; Zechariah 14:4, **86** - Revelation 19:11-16; Colossians 3:4, **87** - Revelation 20:4, **88** - 1Corinthians 15:24-25; **89** - Acts 2:42-47, 5:14, 9:31, 11:24-26, 14:21-28, 16

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## ARTICLE 3 – MEMBERSHIP

### 3.01 Qualifications

The church will have one class of membership. Membership in this church shall consist of all persons who have met the qualifications of a member and are listed on the membership roll. Membership candidates who agree to the Church Membership Covenant will be presented to the Chairman of the Board, Senior Pastor, or Pastoral Staff for approval. After approval, the new members shall have the rights, privileges, and responsibilities of a member. Qualifications for membership are as follows:

1. A person must confess that Jesus Christ is the Son of God and must be committed to Him as Savior and Lord.
2. A person must submit to the authority of the Bible as the complete, final, inerrant and inspired revelation of the Triune God to man.
3. A person must submit to these Bylaws, other church policies, our Statement of Faith (Article 2.01-2.03), and the formal leadership of the church.
4. A person must have been baptized by immersion as a believer (this church practices triune immersion).



5. If physical disabilities prevent baptism, an individual may be received into membership by consent to belief in 3.01(01-04).

### **3.02 Responsibilities**

Members are expected to resolve disagreements prayerfully by following Matthew 18:15-17. Any member who believes that an action or procedure of the church is in violation of the Bylaws and could not privately resolve the issue with the particular person or group may present the related concern to the Chairman of the Board in writing. Members are expected to be faithful in all spiritual disciplines essential to the Christian life including:

1. Protecting the unity of the church (Romans 14:19, Ephesians 4:29, Hebrews 13:17).
2. Sharing the responsibility of the church (1 Thessalonians 1:2, Luke 14:23-24, Romans 15:7).
3. Serving in the ministry of the church (1 Peter 4:10, Ephesians 4:11-12).
4. Supporting the testimony of the church (Hebrews 10:25, Philippians 1:27, 1 Corinthians 16:2, Leviticus 27:30).

### **3.03 Privileges**

All members who are sixteen (16) years of age or older and in good standing are eligible to vote in church member meetings. A voting member of this church will have the ability to affirm the following decisions:

1. The appointment of board members by a majority vote.
2. The annual budget by a majority vote.
3. Any non-budgetary expenditures greater than 5% of the annual budget and acquisition or transfer of real property owned, leased, or otherwise controlled by the church with a value greater than 10% of the annual budget by a majority vote.
4. Any loans by or to this church which are in an aggregate amount greater than 5% of the annual budget by a majority vote.
5. The initial calling of the Senior Pastor by two-thirds vote and the dismissal of the Senior Pastor by two-thirds vote.
6. Any amendment to these Bylaws by a two-thirds vote.

### **3.04 Member Meetings**

Meetings of the church members shall be held as designated by the Board. The date, time, and place of each meeting will be communicated to the church membership on at least two consecutive Sundays immediately preceding the date of the meeting. The members present will constitute a quorum. A majority vote will be empowered to render a decision unless otherwise noted in these Bylaws.



### **3.05 Voting**

The Chairman of the Board and the Senior Pastor will determine voting method, including online voting, unless otherwise specified in these Bylaws. To conduct a membership vote, the Board shall communicate the matter for consideration on at least two consecutive Sundays immediately preceding the date of vote. Thereafter, members shall be permitted to vote during the defined voting period and submitting their ballot. The eligible members who vote during this voting period will constitute a quorum.

### **3.06 Withdrawal, Transfer or Removal**

A member may have his or her name removed from membership by written request to the Senior Pastor or the Board. A member in good standing may secure a transfer of membership to another church by requesting a certificate of transfer. The member to whom the certificate of transfer is granted will be immediately removed from membership. Any person wishing to transfer membership to this church will be considered based on the qualifications listed in 3.01.

### **3.07 Dismissal & Discipline**

In a manner consistent with Matthew 18:15-17, a member may be disciplined and/or could have his or her name rendered inactive and/or removed from membership by the Pastoral Staff or the Board (1 Corinthians 5:1-5) for any of the following conditions:

1. Denial of faith in Jesus Christ as the Son of God and as personal Savior (1 John 2:22-23).
2. A prolonged lack of participation in the church or inexcusable failure to attend the services of this church (Hebrews 10:24-25).
3. Spreading any belief contrary to the Statement of Faith (Article 2).
4. Consistent engagement in sinful practices without repentance (Galatians 5:19-21).
5. Influencing others contrary to the best interests of the church.

### **3.08 Restoration**

Former members who have transferred, withdrawn, or been dismissed may have their membership restored in a manner consistent with the regulations outlined in Article 3.01. Where there was a dismissal, restoration may occur when there has been repentance and resolution of all that led to that dismissal (2 Corinthians 2:5-11) and approval by the regulations outlined in Article 3.01.

## **ARTICLE 4 – BOARD OF OVERSEERS**

### **4.01 Board Purpose**

The Board will help provide spiritual leadership and oversight of the church through prayer, care, and supporting the ministry direction of the Senior Pastor within the guidelines of Scripture. Members of this congregation affirm the selection of leadership for the Board and delegates all decisions to the Board apart from those detailed in Article 3.03. The Board will function under the Lordship of Jesus Christ and the authority of God's Word.



## **4.02 Board Composition**

The Board will be comprised of the following 11 voting members: 9 (nine) members-at-large, the Senior Pastor, and 1 (one) staff member appointed by the Senior Pastor annually. The Board shall select from its own members annually a chairman, a secretary, a vice secretary, and a treasurer.

1. The chairman will work with the Senior Pastor to organize the agenda and preside over all of the member meetings and meetings of the Board. The Senior Pastor will serve as chairman in his absence. The chairman is an ex-officio voting member of any and all committees of the church (he may designate another board member in his place).
2. The secretary will record the official minutes of all Board and member meetings and be responsible to keep, at the principal office of this corporation, a file containing the minutes of the Board. The vice secretary will serve as secretary in the absence of the secretary.
3. The treasurer will assist the Operations Director (or equivalent title as appointed by the Senior Pastor) in budget preparation, financial reporting, and other miscellaneous responsibilities.

## **4.03 Board Member Qualifications**

Board Members will be men who are church members in good standing, as stated in Article 3, who:

1. Demonstrate maturity in Christ and develop Christian character (1 Timothy. 3:1-11, Titus 1:6-9).
2. Whole-heartedly support the Statement of Faith (Article 2.01-04), mission, values, vision, and strategy of Grace Church.
3. Demonstrate servant leadership at Grace Church (Matthew 20:25-28).
4. Tithe consistently and live generously (Leviticus 27:30).

## **4.04 Responsibilities**

The Board shall have the rights, powers, and responsibilities of a board of directors pursuant to the Ohio Code, subject to any limitations under the Ohio Code, and these Bylaws. The Board shall be responsible for:

1. Recommending to the congregation a Senior Pastor for an initial vote of affirmation to begin his tenure, following Article 5.01.
2. Supporting the Senior Pastor's vision and to assist the ministry staff in making the best, timely, and wise decisions related to the direction of the church. The Board shall regularly pray for and responsibly address the needs of the church (Acts 6:4, 20:28).
3. Recommending dismissal of the Senior Pastor per Article 5.01.
4. Recommending the annual budget to the congregation.
5. Preparing any and all recommendations for congregation member meetings.





6. Approving any acquisition or transfer of real property owned, leased, or otherwise controlled by the church with a value less than 10% of the annual budget, having the power only to recommend such requests greater than 10% of the annual budget to the members for approval at a member meeting by a majority vote.
7. Serving in a fiduciary responsibility to the church by determining salary for the Senior Pastor, approving the annual budget, holding in trust the property of the church, and reviewing all requests for non-budgetary expenditures, having the power to approve such requests if they are in a sum not greater than 5% of the annual budget; but, if the sum is greater than 5% of the annual budget, having the power only to recommend such requests to the members for approval at a called member meeting by a majority vote.
8. Having final authority for affairs pertaining to property and other temporal matters as required by civil law for nonprofit corporations. In particular, the Board shall be responsible for the acquisition and disposition of church property, which includes the management of its financial resources. The Board shall have the power to buy, sell, mortgage, pledge or encumber any church property, and incur related indebtedness in concert with Article 3.03.

#### **4.05 Selection**

There will be a total of 9 members-at-large, 3 of whom will be affirmed by the congregation at a member meeting to serve for a period of 3 years or until their successors are affirmed. A Board member may serve 3 consecutive 3 year terms, whereafter at least 12 months shall pass before he may be re-affirmed. Nominations for new Board candidates will be welcomed from the congregation. After a process of prayer, counsel, and evaluation of potential candidates, the Board Chairman and Senior Pastor will present candidates to the Board for approval by majority vote. The Board will present the individual candidates to the congregation for affirmation by majority vote. New Board members will begin their term at the first meeting of the new fiscal year. The fiscal year will be June 1 to May 31.

#### **4.06 Resignation & Dismissal**

If a member of the Board desires to resign, he is required to give the Chairman of the Board one month notice or enter into an agreeable arrangement with the Board. Removal of a member of the Board for failure to uphold sections 4.03 or 4.04 of this article should be in accordance with biblical discipline as recorded in 1 Timothy 5:17-20 and Matthew 18:15-20. A two-thirds vote of the Board is required for removal. When a vacancy occurs, the Senior Pastor and Board Chairman will recommend a replacement to the Board and the position will be filled by majority vote of the Board and the affirmed replacement will fill the remainder of the unexpired term.

#### **4.07 Meetings**

Meetings of the Board may be called by the Senior Pastor, Chairman, or by a majority of Board members. A simple majority will establish a quorum. Frequency of meetings and voting methods will be left to the discretion of the Chairman of the Board and the Senior Pastor.

#### **4.08 Committees**

The Senior Pastor and Board, on behalf of the church, may designate or form any committees and may appoint members and/or chairpersons of said committees as considered by the Senior Pastor and Board to be in the best interests of the church. These committees may be standing or temporary



(special) committees. Committees have no authority to act on behalf of the corporation. Their function is to research and recommend. Committees shall make available upon request all records and materials to the Senior Pastor and Board, who shall have the right to overrule any plans or decisions made by the committee. Any and all committees willingly submit to the authority of the Board.

## **ARTICLE 5 – CHURCH STAFF**

Grace Church staff will have written and agreed upon position descriptions upon employment. The following will be the personnel structure of the church:

### **5.01 Senior Pastor**

The Senior Pastor will meet the biblical qualifications of overseer found in 1 Timothy 3:1-7, Titus 1:6-9, and 1 Peter 5:1-3, adhere to the Statement of Faith in Article 2.01-04, be a member in good standing of the church, and give proper time to prayer and study (Acts 6:4). He will be a shepherd leader and serve as the Executive Director of the organization. He will serve as the primary teacher in services, as leader of church ministries and ordinances, and as lead voice on vision and direction of the church and staff (Acts 2:42, Ephesians 4:11-16, 1 Timothy 5:17, Acts 20:28, 1 Peter 5:1-4, 1 Timothy 3:15, 5:17, 1 Peter 4:10-11). He will serve as ex-officio voting member of all boards and committees in the organizations of the church. Upon the death, resignation, incapacitation, or dismissal of a Senior Pastor, the Board will lead a search and present one name to be presented to the members of the church for affirmation. The prospective Senior Pastor must be initially affirmed by a two-thirds majority vote at a members meeting. The Senior Pastor may be dismissed for service unsatisfactory to the church, conduct unbecoming of a Christ follower as outlined in the Employee Handbook, or teaching contrary to the Statement of Faith in Article 2 by a two-thirds vote at a called member meeting.

### **5.02 Pastoral Staff**

The pastoral staff includes employees with the responsibility of pastoral leadership. Pastoral staff will be men who meet the biblical qualifications of overseer found in 1 Timothy 3:1-7, Titus 1:6-8, and 1 Peter 5:1-3, adhere to the Statement of Faith in Article 2, be a member in good standing, and will give proper time to prayer and study (Acts 6:4). The responsibility for employing and terminating the pastoral staff shall be exercised by the Senior Pastor in consultation with the Board chairman. The Senior Pastor may delegate his role in these determinations. Pastoral staff are required to perform ministerial functions such as (but not limited to) devotions, prayer, sharing the gospel, and biblical teaching. A pastoral staff member will be required to live in accordance with the Church's Statement of Faith in Article 2 and conduct becoming of a Christ follower as outlined in the Employee Handbook, whether on duty or off duty. The Senior Pastor, in consultation with the Board Chairman, may terminate a pastoral staff's employment at any time, for any reason, or no reason at all. Termination is not limited to any grounds, nor any methods of dismissal as set forth in these Bylaws.

### **5.03 Ministry Staff**

The ministry staff includes employees with the responsibility of coordinating and directing ministry. The responsibility for employment and termination of all ministry staff will be the responsibility of the Senior Pastor. The Senior Pastor may delegate this responsibility to any member of the pastoral staff. Ministry staff are required to perform ministerial functions such as (but not limited to) devotions, prayer, sharing the gospel, and biblical teaching. A ministry staff member will be a



member in good standing, required to live in accordance with the Church's Statement of Faith in Article 2, and the most current version of the Church Employee Handbook. The Senior Pastor may terminate a ministry staff's employment at any time, for any reason, or no reason at all. Termination is not limited to any grounds, nor any methods of dismissal as set forth in these Bylaws.

#### **5.04 Support Staff**

The support staff includes employees with the responsibility of supporting ministry through administrative, operational, and facility responsibilities. The responsibility for employment and termination of all support staff will be the responsibility of the Senior Pastor. The Senior Pastor may delegate this responsibility to any member of the pastoral staff. Support staff will be required to follow church policies and procedures as outlined in the Employee Handbook. The Senior Pastor may terminate a support staff's employment at any time, for any reason, or no reason at all. Termination is not limited to any grounds, nor any methods of dismissal as set forth in these Bylaws.

#### **5.05 Staff Agreements**

A written agreement between the Senior Pastor and the church will be conducted by the Board Chairman. The agreement should include position description, salary amount, benefits, and any other relevant employment related matters as described in the Employee Handbook. All other employees will be presented with a written agreement from the church to be conducted by the Senior Pastor. The Senior Pastor may delegate this responsibility to any member of the pastoral staff.

### **ARTICLE 6 – CHURCH OFFICERS**

#### **6.01 Chairman of the Board**

The qualifications, method of selection, responsibilities, and grounds and method of dismissal for the Chairman of the Board are set forth in Article 4.

#### **6.02 Executive Director**

The Senior Pastor will serve as Executive Director of the corporation. The qualifications, method of selection, responsibilities, and grounds and method of dismissal are set forth in Article 5.01.

#### **6.03 Secretary**

The Secretary will be selected at the discretion of the Board. The qualifications, method of selection, responsibilities, and grounds for method of dismissal are set forth in Article 4.

#### **6.04 Operations Director**

The Operations Director (or equivalent title) will be a staff member appointed by the Senior Pastor and approved by a majority vote of the Board. The responsibilities include seeing that the resources of the church (human resources, facility, and finance) are properly safeguarded, cared for, and stewarded to further the mission of the church. The Operations Director will ensure that the financial records of the church are properly maintained and presented. This person will regularly update the Board on resources of the church. This person, under the supervision of the Senior Pastor, will prepare and present the annual budget to the Board for their approval by majority vote and recommendation to the congregation.



## **6.05 Treasurer**

The Treasurer will assist the Operations Director in budget preparation, financial reporting, and other miscellaneous responsibilities. The qualifications, method of selection, responsibilities, and grounds for method of dismissal are set forth in Article 4.

## **6.06 Board Members**

The qualifications, selection, responsibilities, and dismissal procedure for Board members are outlined in Article 4.

# **ARTICLE 7 – TAX EXEMPTION PROVISIONS**

## **7.01 Private Inurement**

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

## **7.02 Political Involvement**

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

## **7.03 Dissolution**

Upon the dissolution of the church, the Board shall, after paying or making provision for payment of all the liabilities of the church, dispose of all assets of the church to such organization or organizations formed and operated exclusively for religious purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as the Board shall determine. Assets may be distributed only to tax-exempt organizations that agree with the church's Statement of Faith.

## **7.04 Nondiscrimination Policy**

The church shall not discriminate against members, applicants for membership, students, or others on the basis of race, color, or national and ethnic origin; however, as a religious institution it reserves the right to deny or terminate employment or to deny or terminate any other status of persons whose lifestyle, words, actions or otherwise do not align with the church's Statement of Faith, standard of conduct or other policies of this organization.

## **7.05 Limitation of Activities**

Notwithstanding any other provision of these Bylaws, the church shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes stated in Article 1.02.



## **ARTICLE 8 – MISCELLANEOUS**

### **8.01 Facility Use**

Meetings, gatherings, events, or activities conducted in any facility of this corporation will adhere to the purpose, objectives, and the facilities use policy of this church.

### **8.02 Endorsement of Documents & Contracts**

Subject to the provisions of applicable law, any note, mortgage, evidence of indebtedness, contract, conveyance, or other instrument of writing, and any assignment or endorsement thereof, executed or entered into between this corporation and any other person of this corporation, will be valid and binding on this corporation, when signed by at least two of the following: Senior Pastor, Chairman of the Board, Secretary, Vice Secretary, Treasurer, Operations Director, or staff assigned by the Senior Pastor and approved by a majority vote of the board.

The Board, except as these Bylaws otherwise provide, may authorize any officer or officers, agent or agents, employee or employees, to enter into any contract or execute any instrument in the name of and on behalf of the corporation. Unless so authorized by the Board, and except as in this section herein above provided, no officer, agent, or employee shall have any power or authority to bind this corporation by any contract or agreement, or to pledge its credit, or to render it liable for any purpose to any amount.

### **8.03 Designated Contributions**

From time to time, the church, in the exercise of its religious, educational, and charitable purposes, may establish various funds to accomplish specific goals. If the church receives a designated contribution for these funds or for any other designated purpose, the church will attempt to honor the designation; however, all designated contributions shall be deemed advisory rather than legally mandatory in nature and shall remain subject to the exclusive control and discretion of the Senior Pastor and the Board. No fiduciary obligation shall be created by any designated contribution made to the church other than to use the contribution for the general furtherance of any of the purposes stated in Article 1.02.

### **8.04 Conflict of Interest**

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

### **8.05 Use of Outside Experts**

When conducting the periodic reviews, the organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.



## 8.06 Arbitration Process

Members of this church agree to submit to binding arbitration any legal matters within the church, which cannot otherwise be resolved. Members expressly waive any and all rights in law and equity to bring any civil disagreement before a court of law, except that judgment upon the award rendered by the arbitrator may be entered in any court having jurisdiction thereof. The procedures for arbitration shall be adopted by the Board. This arbitration provision is ecclesiastical and faith-based in nature and is intended to operate under the rules and guidelines of this local church. It is not intended to operate under any state or federal guidelines for arbitration.

## 8.07 Amendments

These Bylaws may be repealed, amended, or otherwise modified, either in part or in whole, by a two-thirds vote at a member meeting. Notice of the meeting must follow the guidelines of Article 3.04.

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

These Bylaws supersede any prior Bylaws of Grace Brethren Church.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Chairman of the Board

\_\_\_\_\_  
Date

\_\_\_\_\_  
Senior Pastor

