



Fairview Church Properties Inc

*1013 Westover Drive
Danville, VA 24541
434-792-3391*

**Bylaws
of
Fairview Church Properties Incorporated**

**ARTICLE 1
NAME AND PURPOSE**

- A. Name: This congregation of believers shall be known as Fairview Church Properties Inc. The church is incorporated as a non-profit corporation under the laws of the Commonwealth of Virginia.
- B. Purpose: 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 teachings of Holy Scripture and maintaining missionary activities in the United States and around the world.

**ARTICLE 2
STATEMENT OF FAITH**

- A. The statement of faith does not exhaust the extent of our faith. The Bible itself is the sole and final source of all that we believe. We do believe, however, that the statement of faith accurately represents the teachings and principles of the Bible and, therefore, is binding upon all members, staff, and volunteers. All literature, whether print or electronic, used in the church shall be in complete agreement with the statement of faith. All activities permitted or performed in any facilities owned, rented, or leased by this church, or engaged in by the pastor or any member of the church staff (volunteer or paid), and all decisions of the pastor and administration of this church shall not conflict with the statement of faith. In all conflicts regarding interpretation of the statement of faith, the pastor and administrative council, on behalf of the church, have the final authority.

B. Statement of Faith

1. Beliefs on Doctrine

- a. Wesley's three precepts include shunning evil and avoiding participation in wicked acts, performing kind deeds, and obeying the edicts of God. From these basic precepts, more complex beliefs and Doctrines of the church were created. These include God being both all-knowing and possessing both infinite goodness and love. As Christians, we believe that God is the embodiment of the Father, the Son, and the Holy Spirit.
- b. As Christians, we also believe in the virgin birth of Jesus Christ and that he died for the sins of mankind. Accordingly, we believe the only forgiveness for the sins of mankind comes from belief in Jesus, and mankind's salvation cannot come from good deeds or anything other than faith in Jesus. We also believe in baptism as a form of formally inducting a person into the church family and in the symbolic value of Communion to reaffirm continued faith in Jesus. As Christians, we believe we should work in accordance with other Christians to spread God's love across the world.

2. Additional Religious Beliefs

a. Marriage and Sexuality

- i. We believe that the term "marriage" has only one legitimate meaning, and that is marriage sanctioned by God, which joins one man and one woman in a single, covenantal union as delineated by Scripture. Marriage ceremonies performed in any facility or space owned, leased, or rented by this church will be only those ceremonies sanctioned by God, joining one man with one woman as their genders were determined by anatomy at birth (and not subject to change). Whenever there is a conflict between the church's position and any new legal stand for marriage, the church's statement of faith, doctrines, and biblical positions will govern. (Gen. 2:24; Eph. 5:22-23; Mark 10:6-9; I Cor. 7:1-9)
- ii. We believe that God has commanded that no intimate sexual activity be engaged in outside of marriage as defined in (a) above. We believe that any other type of sexual activity, identity, or expression that lies outside of this definition of marriage, including those that are becoming more accepted in the culture and the courts, are contradictory to God's natural design and purpose for sexual activity. (Gen. 2:24; Gen. 19:5; Lev. 18:1-30; Rom. 1:26-29; 1 Cor. 5:1; 6:9-10; 1 Thess. 4:1-8; Heb. 13:4)
- iii. We believe that God creates each person as male or female. These two distinct, unchangeable genders together reflect the image and nature of God. (Gen. 1:26-27)

b. Sanctity of Life

- i. We believe that human life begins at conception and that the unborn child is a living human being.

c. Love

- i. We believe that we should demonstrate love for others, not only toward fellow believers, but also toward those who are not believers, those who oppose us, and those who engage in sinful actions. We are to deal graciously, humbly, gently, and patiently with those who oppose us. God forbids the stirring up of strife, the taking of revenge, or the threat or use of violence as a means of resolving personal conflict or obtaining personal

justice. Although God commands us to abhor sinful actions, we are to love and pray for any person who engages in such actions. (Lev. 19:18; Matt. 5:44-48; Luke 6:31; John 13:34-35; Rom. 12:9-10; 17-21; 13:8-10; Phil. 2:2-4; 2 Tim. 2:24-26; Titus 3:2; 1 Peter 3:8-9; 1 John 3:17-18)

d. Protection of Children

- i. We believe that children are from the Lord and must be absolutely protected within the church body from any form of abuse or molestation in any church-sponsored or supervised activities or events. The church has zero tolerance for any person, whether pastor, paid staff, volunteer, member, or visitor, who abuses or molests a child. (Ps. 127:3-5; Matt. 18:6, 19:14; Mark 10:14)

ARTICLE 3 MEMBERSHIP

A. Qualifications for Membership

1. Members of the church are those members who were previously members of Fairview United Methodist Church. Those seeking new membership must:
 - a. Through their actions, words, lifestyle, and affiliations, evidence a genuine experience of regeneration through faith in and acceptance of the Lord Jesus Christ as personal Savior.
 - b. Attend a pre-membership class led by a member of the pastoral staff or appointee in which they will review the church's statement of faith, bylaws, general practices and policies, and expectations of members.
 - c. Be interviewed by the pastor, to ensure they fully understand the statement of faith contained herein.
 - d. Be granted membership upon recommendation of the pastor and acceptance by the congregation and upon compliance with any one of the following conditions:
 - i. By baptism at this church following a profession of faith as a believer in Christ Jesus as personal Savior;
 - ii. By letter of transfer from another Bible-believing church of like faith and practice, or other written statement of good standing from the prior church if the applicant has been baptized subsequent to a profession of faith; or
 - iii. By testimony of faith, having been baptized in another Bible-believing church of like faith and practice.

B. Privileges of Membership

1. Only professing members who are physically present at a duly called meeting of the church shall be entitled to vote. There shall be no proxy or absentee voting. The eligible membership of the church may only exercise voting privileges in those areas that are defined and limited by these bylaws. Members may not vote to initiate any church action; rather the vote of a member is to confirm and ratify the direction of the church as determined by the pastor and the administrative council.
2. This congregation functions not as a pure democracy, but as a body under the headship of the Lord Jesus Christ and the direction of the pastor as the under-shepherd with the counsel of the administrative council. Determinations of the internal affairs of this church are ecclesiastical matters and shall be determined exclusively by these bylaws and the church's own rules and procedures. The pastor and administrative council shall oversee

and/or conduct all aspects of this church. The administrative council shall give counsel and assistance to the pastor as requested by him or her.

3. Membership in this church does not afford the members with any property, contractual, or civil rights based on principles of democratic government. Although the general public is invited to all of the church's worship services, the church property remains private property. The pastor or individual designated by the administrative council has the authority to suspend or revoke the right of any person, including a member, to enter or remain on church property. If after being notified of such suspension or revocation, the person enters or remains on church property, the person may, in the discretion of the pastor or person designated by the administrative council, be treated as a trespasser.
4. A member may inspect the prepared annual financial statement of the church and the minutes of the proceedings of church and committee meetings. Minutes involving discipline committee meetings, as well as other information involving privacy interests such as, but not limited to, donor records, lists of names and addresses of church members, individual benevolence, individual salaries, health information, background checks, and social security numbers, are exempt from this provision and are not subject to inspection without a court order. Members may not copy or take digital images or records of any ministry record without authorization from the pastor or chairperson of the administrative council. Members agree that information obtained from any inspection of records will be kept in strictest confidence.

C. Termination of Membership

1. The membership of any individual may be terminated if:
 - a. The member in question has not attended a regular worship service of the church in the preceding twelve months and after an attempt is made to contact the member. The provision may be waived at the discretion of the pastor and the administrative council upon the showing of good cause.
 - b. The member unites in membership with another church.
 - c. The member dies.
2. For any membership terminated in accordance with 1(a) or 1(b) above, the pastor shall cause a letter to be written informing the prior member of the termination.

D. Transfer or Resignation of Membership: Members not under the disciplinary process of Article 3 Section E may request and expect a letter of transfer be sent to another church. A member may resign at any time, but no letter of transfer or written statement of good standing will be issued upon such resignation, except at the discretion of the pastor.

E. Discipline of a Member

1. When a member becomes aware of an offense of such magnitude or that is inconsistent with Fairview's state of faith such that it hinders the spiritual growth and testimony of an individual in the local church or the body as a whole, he or she is to go to the offending party and seek to restore the offender. Before going, the confronter should first examine himself or herself and go with a spirit of humility and the goal of restoration.
2. If reconciliation is not reached, a second member is to accompany the one seeking to resolve the matter in going again to the offending party. This second step should also be preceded by self-examination and exercised in a spirit of humility with the goal of restoration.

3. If the matter is still unresolved after taking the steps outlined in Sections E.1 and E.2 above, the two members aware of the offense shall, in keeping with Matthew 18, bring the issue before the pastor. The pastor will counsel the offender if possible. The pastor shall write and send a registered letter to the offender after counseling or after the refusal of counseling. If the matter is not resolved after counseling and/or letter, the pastor will inform the administrative council about the matter.
 4. If the pastor and administrative council agree with the member that the offending conduct is of such magnitude that it hinders the spiritual growth and testimony of the member or the body as a whole, they shall attempt to meet with the offending brother or sister. If reconciliation is not reached, the administrative council and pastor, as representatives of the church body, shall, with a two-thirds vote of those present at a duly called meeting of the administrative council, terminate the offending individual's membership and give written notice to him or her. Unless the matter involves an issue of safety or security to the members of the church at large, the specifics of the matter shall not be addressed in a public forum or with the general church membership.
 5. The pastor and administrative council shall be entitled to the same steps as other church members and be subject to the same discipline. If the pastor or an administrative council member is the subject of a disciplinary matter, he or she shall not be permitted to vote on his or her own membership termination.
 6. For any membership terminated in accordance with the above provisions, the pastor (or the administrative council chair) shall cause a letter to be written informing the prior member of the termination.
 7. The procedures provided in this section are based on Matt. 18:15-20; Rom. 16:17-18; 1 Cor. 5:1-13; 2 Cor. 2:1-11; Gal. 6:1; 1 Thess. 5:14; 2 Thess. 3:6, 10-15; 1 Tim. 5:19-20; and Titus 3:10-11.
- F. Affiliates: Those desiring fellowship, accountability, and opportunities for service with this church on a temporary basis but who maintain membership in a like body of believers outside this locality may be granted affiliate status with this church. The affiliate may be eligible to serve in certain capacities determined by the pastor and administrative council and may attend member fellowship events. This affiliation does not, however, grant membership or the rights of membership to the individual(s) so affiliated. Affiliates shall not be entitled to hold any office, vote in, or have any say in any church matter, and shall not be counted for quorum purposes. A person wishing to become an affiliate with this church must make a request to the pastor or his designee who will determine if affiliate status should be granted to the individual. If the pastor or his designee so determines, the person may be granted affiliate status upon a majority vote of the administrative council.

ARTICLE 4 OFFICERS

- A. Designation of Corporate Officers: As an accommodation to legal relationships outside the church, the administrative council chair shall serve as president of the corporation; the chairperson of the trustees shall serve as vice-president of the corporation; the church secretary shall serve as secretary of the corporation; and the church treasurer shall serve as treasurer of the corporation.

B. Church Officers: The church officers are pastor(s), administrative council members, secretary, treasurer, and any other officers the church deems necessary. The church shall have at least eleven administrative council members.

C. Eligibility for Church Officers

1. The church shall not install or retain an officer who fails to adhere to or expresses disagreement with the statement of faith set forth in Article 2.
2. All church officers must be approved initially and thereafter annually by the pastor to commence or continue in their offices.
3. Only church members are eligible for election or appointment to any church office or position. Affiliates with this church are not eligible for such election or appointment.

D. Election of Church Officers: The annual election of officers, other than the senior and other pastors, by the church membership shall occur during the month of October or November at the annual church business meeting. Officers of the church must be elected by a majority of the eligible membership present at a regular or special church business meeting. The pastor, from time to time as he deems appropriate, may appoint other church officers, subject to a confirmation vote by a majority of the eligible church membership, present and voting at any regular or special church business meeting. Members may submit to the pastor and the administrative council nominations for corporate officers. The pastor and the administrative council shall then serve as the nominating committee for all general elections of officers.

E. Terms of Service for Officers

1. The relationship between the senior pastor and the church shall be permanent unless dissolved at the option of either party by the giving of a month's notice, or less by mutual consent. The severance of the relationship between the pastor and the church may be considered at any regular or special church business meeting by following the procedures outlined in Article 6, provided notice of the meeting is given from the pulpit to the church two Sundays prior to the meeting and included in two successive weekly One-Call broadcasts or via other effective communications that would reach those not able to attend those Sundays. A majority of the eligible members present and voting shall be required to remove the pastor from office. Disciplinary removal of the pastor from office automatically terminates his membership.
2. Any other administrative council member may be removed from office before his term expires for any reason stated or unstated upon motion by any administrative council member and an affirmative majority vote of the other administrative council members at a duly called meeting of the administrative council. No congregational vote is necessary for administrative council member removal. This process is intended to protect the personal or private information of any administrative council member being removed from office.
3. The term of service for all offices and positions in the church, except the pastor and other staff members, shall be one year, at the expiration of which the officers may be re-elected or re-appointed.
4. A vacancy occurring in any office or on the administrative council, except in the case of the pastor, may be filled at any regular church business meeting by a majority vote of eligible members present.

5. All elected and appointed officers shall serve in their respective offices until their successors are duly elected or appointed, unless reasonably unable to serve or removed for disciplinary reasons.
- F. Calling a Pastor: Upon the resignation, death, or dismissal of the pastor, the church shall seek a candidate who subscribes to the statement of faith and bylaws of the church and whose life aligns with the qualifications of a pastor as described in I Timothy 3:1-7 and Titus 1:6-9. The church shall abide by the following guidelines for calling a pastor:
1. The Staff Parish Relations Committee (SPRC) shall interview potential candidates and will only consider those who completely subscribe to the statement of faith and who have read and understand these bylaws.
 2. The interview process for selecting a pastoral candidate shall include, at a minimum, the following: a background check, a credit check, a reference check, a resume, and the filling out of a detailed application that explains the potential candidate's philosophy of ministry as well as his positions on issues of doctrinal significance. Candidates must undergo a psychological check before preaching or meeting the church membership.
 3. Upon a majority vote of the SPRC, the SPRC will formally announce the candidate to the church, after which the candidate must preach at least one regularly scheduled church service and be available for a church-wide question/answer time prior to being voted upon by the church membership.
 4. Notice from the pulpit must be given 2 consecutive Sundays prior to a formal candidate's preaching service(s), and 2 consecutive Sundays prior to the church membership vote and included in two successive weekly One-Call broadcasts or via other effective communications that would reach those not able to attend those Sundays.
 5. The candidate must be elected as pastor by a majority vote of members present and qualified to vote. This vote shall be taken by written, secret ballot at a meeting at which the candidate is not present. The SPRC will only present for consideration to the membership one candidate at a time for a "yes" or "no" vote.

ARTICLE 5 DUTIES AND POWERS OF OFFICERS

A. The Pastor

1. The pastor shall preach the Gospel regularly and shall be at liberty to preach the whole counsel of the Word of God. The pastor shall administer the ordinances (baptism, the Lord's Supper, preaching, Scripture reading, prayer, and singing) of the church; act as moderator, or appoint a moderator, at all church meetings for the transaction of church matters; supervise the teaching ministries of the church; and watch over the spiritual interests of the membership. The pastor shall encourage, counsel, and supervise all members of the staff. In all conflicts regarding interpretation of Scripture, the pastor has the final authority.
2. The pastor and administrative council, on behalf of the church, shall establish committees and appoint the members of the various committees at the annual church business meeting or, in the case of a vacancy or newly created committee, at any duly called special meeting. The pastor shall publicly inform all newly elected officers of the functions and responsibilities of their respective offices. The pastor shall extend the right hand of fellowship to all new members on behalf of the church and shall perform such other duties

as generally appertain to the position of pastor. The pastor shall be free to choose the means and methods by which he or she exercises the ministry God has given him or her.

3. All appointments for public worship and Bible study and the arrangements thereof, including time and place, and the use of the property belonging to the church for any other purposes, are under the control of the pastor, who, with the advice and counsel of the administrative council and trustees, shall be able to determine the appropriateness of all property use, as well as persons permitted to use the church property.
4. The pastor shall be responsible to fill the pulpit for each regularly scheduled church service as well as any special services. In the event of his absence, he or she (or the chairperson of the administrative council in the case of a vacancy in the office of pastor or where the pastor is temporarily unable to perform his duties) shall be responsible to invite speakers from within the membership or outside the church to preach in a manner consistent with the beliefs articulated in the statement of faith.
5. The pastor and the administrative council shall be responsible to establish mandatory safety and security procedures for all ministries and programs. There will be a zero-tolerance policy with regard to abuse of minors, and any reasonable suspicions of child abuse alleged to be perpetrated by staff, volunteers, members or non-members will be reported to the appropriate law enforcement or child abuse prevention authorities. The pastor or his designee will be responsible to provide yearly child abuse prevention training for all staff and volunteers and the pastor.

B. The Administrative Council: The administrative council shall consist of chairpersons of church committees, the pastor (ex-officio), and others selected by the administrative council.

1. The administrative council shall assist the pastor in promoting the spiritual welfare of the church, in conducting the church services, and in performing all other work of the church. The administrative council is responsible for making preparations to observe church ordinances and shall consider applications for church membership and affiliates. The administrative council shall consider benevolence needs, disburse the benevolence fund in cooperation with the pastor, and assist the pastor in all other evangelistic efforts of the church. The administrative council shall assist the pastor in caring for the administrative needs of the church's various ministries.
2. The administrative council officers shall consist of a chairperson, vice-chairperson, and recording secretary.
3. The pastor along with administrative council and the board of trustees constitute directors of the corporation. In addition to the various powers specifically granted the administrative council under these bylaws, the administrative council has authority to exercise the following powers, upon authorization by a majority vote of the eligible members at a duly called business meeting:
 - a. To purchase, lease, or otherwise acquire real and personal property on behalf of the church, and to take real and personal property by will, gift, or bequest on behalf of the church.
 - b. To maintain the duties of loyalty to the church, confidentiality of church information, and fiduciary care regarding church finances, and a spiritual duty to pray for and support the church with their time, talents, and treasures.
4. The Trustees shall manage all the corporation's physical property assets, to include all land and building structures, presently located at 1013 Westover Drive, Danville, Virginia, that Fairview Church Properties, Inc. currently owns and all future purchases made. No change in ownership of this property may be made without an 80% vote of each of the

following: The Administrative Council, the Board of Trustees, and the members of Fairview Church Properties, Inc. present at a duly called business meeting. This includes decisions:

- a. To sell, convey, alienate, transfer, lease, assign, exchange, or otherwise dispose of, and to mortgage, pledge, or otherwise encumber the real and personal property of the church; to borrow money and incur indebtedness for the purpose and use of the church; to cause to be executed, issued, and delivered for the indebtedness, in the name of the church, promissory notes, bonds, debentures, or other evidence of indebtedness; and to secure repayment by deeds of trust, mortgages, or pledges.
- b. To exercise all powers necessary for the dissolution of the church corporation.
5. All powers of the administrative council shall be compatible with the laws of the Commonwealth of Virginia.
6. The administrative council shall, in conjunction with the pastor, conduct an annual ministry liability and safety review of the following policies and/or topics: child protection, including but not limited to worker screening procedures, child abuse reporting procedures, and worker training on child abuse prevention; building safety; security measures; insurance; financial accountability; transportation; sexual harassment; policies listed in IRS Form 990, including a whistleblower policy, a document retention and destruction policy, and a church financial investment policy (if applicable).
7. Each administrative council member shall review the bylaws annually and shall bring suggested changes to a meeting of the administrative council that has been designated for the purpose of reviewing the bylaws. Any changes to the bylaws would be presented to the congregation for approval.

- C. Secretary: The church secretary, along with any assistant or co-officer or church clerk, shall:
1. Certify and keep at the office of the church the original bylaws or a copy, including all amendments or alterations to the bylaws; minutes of meetings; the membership roll, baptisms, and records of any special events which are of historical interest to the church; and shall deliver such documents to his or her successor upon leaving office.
 2. Maintain and file minutes of all church business and administrative council meetings, including the time and place of holding, the notice given, the names of those present unless a church-wide meeting, and an accurate record of all church business approved at each meeting. A copy of these minutes shall be kept as a permanent record of the church and shall be made available at all reasonable times to proper person on terms provided by law and pursuant to these bylaws.
 3. Sign, certify, or attest documents as may be required by law; and see that reports, statements, certificates, and all other documents and records required by law are properly kept and filed.
 4. See that all notices are duly given in accordance with the provisions of these bylaws. In case of the absence or disability of the secretary, or his or her refusal or neglect to act, notice may be given and served by the pastor or by the chairperson of the administrative council.
 5. Serve as the secretary of the corporation.

D. Treasurer: The church treasurer, or designee, shall:

1. Count, or cause to be counted, along with one other person so appointed, and record in a permanent record all monies received as church offerings. This shall be done following each church service or day of services.
2. Convey in a timely manner all funds received to the person designated by the administrative council for verification and deposit in the bank, including moneys received from outside sources.
3. Maintain a permanent weekly record of individual giving for all donations, offerings, contributions, and gifts, and guard the confidentiality of these records. Issue an official receipt to each contributor semi-annually and annually.
4. Keep in the church office an accurate and permanent record of all financial transactions of church funds; make reports of itemized disbursements and the financial condition of the church as requested by the pastor and the administrative council, and for annual, quarterly or otherwise special or regular business meetings; and deliver such records to his or her successor upon leaving office. Financial records shall be audited once per year.
5. Serve as treasurer of the corporation, must be bonded, and be a church member in good standing.

E. Trustees: The administrative council will establish a Board of Trustees to serve under its authority and oversee all real estate needs including legal issues, construction, repairs, and general upkeep. This board will elect its chairperson, vice chairperson, and secretary.

F. Staff Parish Relations Committee (SPRC):

1. SPRC oversees all employees of the church. The SPRC and the pastor shall recommend to the administrative council a written statement of policy and procedures regarding the process of hiring, contracting, evaluating, promoting, disciplining, retiring, and dismissing staff personnel. An annual evaluation shall be conducted for each church employee by SPRC.
2. SPRC delegates all personnel matters related to the administration of the church's childcare ministry, Becky's Kiddie Kollege (BKK), to the BKK Board. Personnel matters of Fairview BKK will continue as previously conducted under the auspices of Fairview UMC.
3. SPRC shall provide the pulpit supply and choose a moderator for church meetings if the pastor is unavailable, or the office of pastor is vacant. Upon the death, resignation, or dismissal of the pastor, the administrative council may appoint a pulpit committee.

G. Finance Committee: The finance committee shall consist of the church treasurer and other members selected by the administrative council. The church finance committee is responsible for the management and stewardship of church financial resources, creating a budget, and ensuring that funds are being allocated properly. Annual audits must also take place, with the financial committee responsible for preparing the forms and data that need to be presented to auditors.

H. Duties of All Officers

1. All committee chairpersons and lay leader shall prepare a written report of their work for the annual church business meeting and shall surrender all records in their possession to the church secretary at the close of their term of office to be filed as a permanent

record of the work of the church. All records are the property of the church and must be kept in the church office.

2. Any officer who neglects his or her duties as outlined in the bylaws for a period of three months may be removed from office, by the administrative council at the recommendation of the pastor, and another may be appointed by the administrative council to serve the un-expired term.

ARTICLE 6

CHURCH BUSINESS MEETINGS AND MEETINGS OF THE ADMINISTRATIVE COUNCIL

A. Annual Church Business Meeting

1. The annual church business meeting, for the election of officers and the transaction of other business, shall be held in October or November. A quorum shall consist of the eligible members present. Public notice of the meeting shall be given from the pulpit for two successive Sundays immediately preceding the meeting and included in two successive weekly One-Call broadcasts or via other effective communications that would reach those not able to attend those Sundays.
2. The pastor or his designee shall serve as moderator of church business meetings. In the temporary absence of the pastor, or if the office of pastor is vacant, the administrative council chairperson or his designee shall serve as moderator. In the event of a conflict of interest, the administrative council may substitute a moderator.
3. The moderator shall determine the rules of procedure according to his sense of fairness and common sense, giving all members a reasonable opportunity to be heard on a matter. The moderator, in consultation with administrative council, is the final authority on questions of procedure, and his decision is final and controlling.
4. For any meeting under this article, the moderator, in his sole discretion, shall have full and unilateral authority to require nonmembers (or children, if circumstances so warrant) to leave the meeting room and to order the immediate removal of any member or other person present who is deemed by the moderator to be disruptive to the proceedings by act or presence. If the moderator determines that compliance with his order of removal is unsatisfactory, he may, in his sole discretion, revoke the disruptive person's right to remain on the premises and treat the person as a trespasser.
5. Church business meetings, including the annual church business meeting and special meetings, may be held by electronic video means for the transaction of any business normally conducted during in-person church business meetings. A quorum shall be all eligible voting members attending the virtual meeting, and voting shall be conducted by any means deemed acceptable by the administrative council. Notice of business meetings and other notice required by these bylaws shall be provided by notice from the pulpit, email, the church website, social media site, text message, and/or other methods deemed by the administrative council to be most likely to reach church members at least 2 weeks before the meeting and included in two successive weekly One-Call broadcasts or via other effective communications that would reach those not able to attend those Sundays.
6. The fiscal year of the church shall begin January 1st and end December 31st.

- B. Church Special Business Meetings: The pastor (or the administrative council if the office of pastor is vacant or if the pastor is the subject of possible disciplinary action) may call a special church business meeting by giving notice from the pulpit to the church of such a meeting and

the purpose for which it is called at least one Sunday and not less than one week prior to said meeting. A meeting for the calling of a pastor or for the discipline or removal of the pastor shall be called in accordance with the provision of Article 4 Section F.

- C. Voting: Voting at any church business meeting is limited to eligible members in good standing with the church who are physically present at the meeting; an exception to this in-person vote requirement exists if the church is meeting electronically as permitted by Article 6, Section A.5 of these bylaws. Absentee voting is not permitted, and any member who is undergoing church discipline at the time of a vote is not permitted to vote. A majority vote of those attending the meeting, whether in person or electronically, will constitute the requisite number of votes for passage of amendments and motions, whether by the administrative council voting at an administrative council meeting or by the members voting in a church business meeting.
- D. Motions: Members who desire that a certain motion be made, or subject matter be discussed during an annual, regular, or special business meeting must file a written recommendation with the pastor and administrative council one week prior to the set meeting, who will then consider the proposal and proceed according to their conscience and what they understand to be in the best interests of the church. All other motions will be presented by the pastor and/or chairperson of the administrative council (or other moderator if the office of pastor is vacant) unless the pastor and/or the administrative council has delegated authority to another member and/or officer to raise certain motions.
- E. Meetings of the Administrative Council
1. Regular Meetings: Regular meetings of the administrative council shall be held at such time and place as the administrative council determines. Meetings shall be held no less than bi-monthly.
 2. Special Meetings: The pastor or any two administrative council members may call a special meeting of the administrative council at any time, and nothing contained in this article shall be construed as limiting, fixing, or affecting the time or date when a meeting called by action of the administrative council may be held.
 3. Notice of Meetings
 - a. Requirement of Notice: Notice shall not be required for regularly scheduled meetings of the administrative council unless there has been a change to the time, date, or location of such regularly scheduled meetings, in which case notice shall be given in accordance with this section of the bylaws. Notice shall be provided in accordance with the provisions of this section for all special meetings of the administrative council.
 - b. Method of Notice: Notice shall be sent to each administrative council member for special meetings by means of the secretary's chosen method of communication, whether by postal mail, phone, or email at each administrative council member's address or phone number as it appears in the records of the church or as supplied by the administrative council member to the secretary for the purpose of notice. Notice shall be given by or at the direction of the chairperson or the pastor. In the event the pastor or chairperson refuses to give notice, any administrative council member may give notice of any meeting. The secretary is responsible to verify that notice is duly provided.
 - c. Content of Notice: Notice of any special meeting shall state the time, place, and purpose of the meeting.

4. Time of Notice: Notice of any special meeting shall be delivered by the person charged with giving notice, not less than two days before the date of the meeting.
5. Waiver of Notice: An administrative council member may waive notice of a meeting of the administrative council by written statement, and attendance by the administrative council member at the meeting without protest shall be deemed waiver of notice.
6. Quorum: A quorum for meetings shall consist of a majority of the administrative council. If a quorum is not attained, then those present shall adjourn the meeting to a new date certain duly noticed to all administrative council members for not more than ten days thereafter, at that later noticed meeting a quorum shall consist of those administrative council members then present.
7. Roles: At every meeting of the administrative council, the chairperson, or in his absence, the officer designated by the chairperson or in the absence of a designation, the person chosen by a majority of the administrative council members present, shall act as chairperson and/or moderator, and shall conduct the meeting in an orderly manner as determined by the chairperson. The secretary of the administrative council shall act as secretary of all meetings and shall take accurate minutes of administrative council meetings and promptly deliver such minutes to the church secretary. In the absence of the administrative council secretary, the chairperson may appoint another person to act as administrative council secretary of the meeting.
8. Participation in Meetings: Any one or more administrative council member may participate in a meeting of the administrative council by means of a conference telephone, web-based conference, or similar communications equipment or device, by means of which all persons participating in the meeting can hear each other at the same time. Participating by such means shall constitute presence in person at a meeting for purposes of determining if a quorum is present.

ARTICLE 7 EDUCATIONAL MINISTRIES

- A. Purpose: The church believes that the home and church are responsible before God for providing a Christian education. To help fulfill this responsibility of imparting biblical truth and furthering the Great Commission, this church shall establish and maintain an educational program (either a Sunday School and/or a weekday educational program) for the purposes of winning souls to Christ and teaching Bible doctrine, godly worship, and biblical Christian living. To this end, the church shall engage in educational ministries.
- B. Church Participation: All educational programs or courses of instruction formulated and offered by the church shall be primarily for the benefit of the members of the church; however, non-church members may participate in church educational programs or courses of instruction.
- C. Agreement with Statement of Faith: All educational programs or courses of instruction shall be conducted as an integral and inseparable ministry of the church and shall be taught and presented in full agreement with the statement of faith of the church and the inerrant Word of God. The church shall not hire, appoint, or retain any employee or volunteer for its educational programs who fails to adhere to or who expresses disagreement with the statement of faith or who adopts or lives a lifestyle inconsistent with the beliefs and practices of the statement of the faith, whether in or out of the classroom.

ARTICLE 8 COMMITTEES

- A. Committees: The pastor and administrative council, on behalf of the church, may designate or form any committees and may appoint members and/or chairpersons of said committees (except Trustees) as considered by the pastor and administrative council to be in the best interests of the church. These committees may be standing or temporary (special) committees. Trustees will elect their own chairperson.
- B. Actions of Committees: Committees have no authority to act on behalf of the corporation. Their primary function is to research and recommend. Committees shall make available upon request all records and materials to the pastor and administrative council, who shall have the right to overrule any plans or decisions made by the committee. Each committee shall have a secretary who keeps and timely submits minutes of each meeting to the pastor and church secretary to be filed with church records. If deemed appropriate by the pastor and administrative council, the committee secretary, in conjunction with the chairperson, will submit an annual report to the church of the decisions and plans of the committee.

ARTICLE 9 DESIGNATED CONTRIBUTIONS

From time to time the church, in the exercise of its religious, educational, and charitable purposes, may establish various funds to accomplish specific goals. If the church receives a designated contribution for these funds or for any other designated purpose, the church will make reasonable effort 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 pastor and the administrative council. 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.

ARTICLE 10 CONFLICT OF INTEREST POLICY

- A. Purpose: The purpose of this conflict of interest policy is to protect the church's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or 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.
- B. Definitions
1. Interested Person: Any director, officer, or member of a committee with governing administrative council-delegated powers who has a direct or indirect financial interest.
 2. Financial interest: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - a. An ownership or investment interest in any entity with which the church has a transaction or arrangement;
 - b. A compensation arrangement with the church or with any individual or entity with which the church has a transaction or arrangement; or

- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the church is negotiating a transaction or arrangement.
 - d. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the administrative council of directors decides that a conflict of interest exists.
3. Compensation: Direct and indirect remuneration as well as gifts or favors that are not insubstantial.
4. Administrative council: The pastor and administrative council will determine procedures for determining a possible conflict of interest.

C. Procedures

1. Duty to Disclose: In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the administrative council and, if applicable, members of committees with governing administrative council-delegated powers considering the proposed transaction or arrangement.
2. Determining whether a Conflict of Interest Exists: After disclosure of the financial interest and all material facts, including any presentations by and discussion with the interested person, he or she shall leave the administrative council or committee meeting while the determination of a conflict of interest involving the transaction or arrangement is discussed and voted upon. The remaining administrative council or committee members (as applicable) shall decide, by a majority vote, if a conflict of interest exists.
3. Procedures for Addressing the Conflict of Interest
 - a. The chairperson of the administrative council shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - b. After exercising due diligence, the administrative council or committee shall determine whether the church can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - c. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the administrative council shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the best interests of the church, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.
4. Violations of the Conflict of Interest Policy
 - a. If the administrative council or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
 - b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the administrative council determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

5. Records of Proceedings
 - a. The minutes of the administrative council shall contain the names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the administrative council or committee's decision as to whether a conflict of interest in fact existed.
 - b. The minutes of the administrative council also shall contain the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.
6. Compensation
 - a. A voting member of the administrative council or any committee who receives compensation, directly or indirectly, from the church for services rendered may not vote on matters pertaining to that member's compensation.
 - b. A voting member of the administrative council or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the church, either individually or collectively, are not prohibited from providing information to any committee regarding compensation.
7. Annual Statements: Each director, officer, and member of a committee with governing administrative council-delegated powers shall annually sign a statement which affirms such person has received a copy of the conflict of interest policy; has read and understands the policy; has agreed to comply with the policy; and understands the organization is charitable and in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.
8. Periodic Reviews: To ensure the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:
 - a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining.
 - b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the church's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or an excess benefit transaction.
9. Use of Outside Experts: When conducting the periodic reviews as provided for above, the organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the administrative council of its responsibility for ensuring periodic reviews are conducted.

ARTICLE 11 BINDING CHRISTIAN ARBITRATION

- A. Submission To Arbitration: Members of the church must agree to submit to binding Christian arbitration any legal matters within the church that cannot otherwise be resolved, and 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.

- B. Arbitration Procedures: The procedures for arbitration shall be as adopted by the administrative council. If the administrative council has not adopted procedures, the church will use arbitration procedures provided by the National Center for Life and Liberty. 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.

ARTICLE 12 TAX-EXEMPTION PROVISIONS

- A. Private Inurement: No part of the net earnings of the church shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the church shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 1 hereof.
- B. Political involvement: No substantial part of the activities of the church shall be the carrying on of propaganda or otherwise attempting to influence legislation. To the extent prohibited by law, the church shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.
- C. Dissolution: Upon the dissolution of the church, the administrative council 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 administrative council shall determine. Assets may be distributed only to tax-exempt organizations that agree with the church's statement of faith.
- D. Nondiscrimination Policy: The church shall not discriminate against members, applicants for membership, students, or others on the basis of race, color, nationality, or ethnic origin; however, as a religious institution it reserves the right to deny or terminate employment or to deny or terminate any other status of persons whose lifestyle, words, actions or otherwise do not align with the church's statement of faith, standard of conduct, or other policies of the church. This policy statement is not intended to waive the ministerial exception or any other exception or exemption to federal, state, or local antidiscrimination laws or regulations.
- E. 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.

ARTICLE 13 AMENDMENTS

These bylaws may be revised or amended by a majority vote of the eligible members present and voting at any regular church business meeting, provided that said revision or amendment is announced

Approved by congregation 4/16/23; Revision for approval 10/29/23; Approved 11/19/23

from the pulpit for at least two consecutive Sundays, and at least fourteen days before the vote is taken. Proposed amendments or changes must be made available to voting members for review at least one week prior to the meeting at which the vote to amend the bylaws will be taken. Amendments become effective immediately upon a majority vote approving same.

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

Date

Church Secretary

Approved by congregation 4/16/23; Revision for approval 10/29/23;
Approved by congregation 11/19/23

Amendments/Alterations to Bylaws:

November 19, 2023: Congregation approved inclusion of Article 5.F.2 as written above in these bylaws.

Date

Church Secretary