

## BYLAWS OF ROOFTOP COMMUNITY CHURCH

Approved by Voting Roster – March 28, 2003

(64 on Voting Roster; 49 receiving ballots; 44 Yes, 4 No, 1 Abstain)

Proposed Revisions, December 31, 2003. Proposed revisions indicated in bold.

Amendments Approved by Voting Roster – March 19, 2004

Amendment 10.11 Approved by Voting Roster – October 27, 2006

Section 12.8 – Four-year term for Financial Secretary removed – March 2009

Section 8.1 and 10.4 approved by Voting Roster (47 Yes, 0 No) – March 27, 2014

Amendment to Sections 9.1, 9.2 and 16, approving change in fiscal year from April 1<sup>st</sup> to March 31<sup>st</sup> to May 1<sup>st</sup> to April 30<sup>th</sup> (55 Yes, 0 No, 0 Abstain) – October 28<sup>th</sup>, 2016

Proposed Revisions, February 11, 2025. Proposed revisions indicated in yellow and red.

### ARTICLE I - PREAMBLE

We, the people of Rooftop Community Church, in order to carry out more efficiently the commission given by Jesus Christ to His Church, do ordain and establish the following Bylaws to which we voluntarily submit ourselves.

### ARTICLE II - NAME & AFFILIATION

- 2.1 Name. The legal name of the Church shall be Rooftop Community Church (hereafter the "Church").
- 2.2 Affiliation. The Church shall exist as a non or inter-denominational church, unaffiliated with any denomination except in informal relationship with supportive church networks of similar purpose and theology.

### ARTICLE III - PURPOSES

The purposes for which the Church is organized are: (1) to engage in such religious, educational, charitable, and benevolent activities as are permitted to be carried on by a Church exempt from federal income tax under §501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law); (2) to accept donations and contributions, either in trust or otherwise, for all the foregoing purposes; and (3) to do any and all other things necessary or incident to the above and foregoing purposes and powers and including all of the rights, powers and authority incident to general not for profit corporations organized under the laws of the State of Missouri.

### ARTICLE IV – STATEMENT OF THEOLOGICAL BELIEFS

The core theological beliefs of this organization are:

The Word of God. The Bible is God's unique revelation to people. It is the inspired, infallible Word of God, and the supreme and final authority on all matters upon which it teaches. No other writings are vested with such divine authority.

The Trinity. There is only one God, creator of heaven and earth, who exists eternally as three persons - Father, Son and Holy Spirit, each fully God yet each personally distinct from the other.

God the Father. The Father, the first Person of the Trinity, is transcendent and sovereign over all his creation, and omnipresent in and through his creation. His power and essence are infinite, beyond human comprehension. He is holy and perfect in his attributes, and is the ultimate source of all goodness and love.

Jesus Christ. Jesus Christ, second Person of the Trinity, was born of the Virgin Mary, lived a sinless human life, willingly took upon Himself all of our sins, died and rose again bodily, and is at the right hand of the Father as our advocate and mediator. Some day, He will return to consummate history and fulfill the eternal plan of God.

The Holy Spirit. The Holy Spirit, third Person of the Trinity, convicts the world of sin and draws people to Christ. He also indwells all believers. He is available to empower them to lead Christ-like lives, and gives them spiritual gifts with which to serve the church and reach out to a lost and needy world.

Regeneration. Apart from Jesus Christ, all people are spiritually lost and, because of sin, deserve the judgment of God. However, God gives salvation and eternal life to anyone who trusts in Jesus Christ and in His sacrifice on his or her behalf. Salvation cannot be earned through personal goodness or human effort. It is a gift that must be received by humble repentance and faith in Christ and His finished work on the cross.

The Church. All believers are members of the body of Christ, the one true church universal. Spiritual unity is to be expressed among Christians **be by** acceptance and love of one another across ethnic, cultural, socioeconomic, national, generational, gender, and denominational lines.

The Local Church. The local church is a congregation of believers who gather for worship, prayer, instruction, encouragement, mutual accountability, and community with each other. Through it, believers invest time, energy, and resources to fulfill the Great Commission - reaching lost people and growing them into fully devoted followers of Christ.

End Things. Death seals the eternal destiny of each person. At the final judgment, unbelievers will be separated from God into condemnation. Believers will be received into God's loving presence and rewarded for their faithfulness to Him in this life.

#### ARTICLE V – STATEMENT OF VISION AND VALUES

- 5.1 Vision. It is the vision of this Church, in answering the Great Commission issued by Jesus Christ, to make followers of Christ who will make followers of Christ who will make followers of Christ.
- 5.2 Values. In pursuit of this vision, we do hereby commit ourselves to the following values and activities which, in our estimation, define a Church as truly Biblical and Christian: Relevant Teaching (II Tim. 2:2), Exciting Worship (Eph. 5:19), Caring Evangelism (Acts 1:8), Authentic Community (Acts 2:44), Active Service (Mt. 25:35-40), and Heart-felt Prayer (Phil. 4:6).

#### ARTICLE VI - DEFINITIONS

- 6.1 Voting Roster. The ~~"voting roster"~~ "Voting Roster" shall consist of the members of the Church who are qualified to vote. ~~Members are referred to, from this point onward, as "voting roster participants."~~
- 6.2 Elder Team. The Elder Team are the Directors of the Church and shall hold all powers under the law as the Directors of the Church.
- 6.3 Elder Team President. The Elder Team President serves as a Director of the organization, as well as an Officer, in the office of President.
- 6.4 Congregation. The Congregation consists of all persons who attend services and/or are involved in the life and ministry of the Church. Voting ~~roster~~ **Roster** participants are considered a part of the Congregation.

#### ARTICLE VII – LEAD PASTOR

The Lead Pastor exists under the authority of the Elder Team, and is charged with directing the spiritual life of the congregation through the study, preaching, and teaching of God's Word. The Lead Pastor shall perpetually serve as a member of the Elder Team but may or may not serve in the capacity of Elder Team President, according to current need and giftedness. He shall not be eligible for the positions of Church Treasurer or Financial Secretary. As the one chiefly in charge of the spiritual and practical direction of the greater church community, the Lead Pastor should be financially compensated by the congregation in such a way as to be able to focus exclusively on the preaching and teaching of God's Word, and the administering of his spiritual duties. Such compensation is to be determined by the Elder Team, alongside

remaining financial obligations. The one serving as Lead Pastor serves perpetually. In the event of a vacancy, the Elder Team is charged with the responsibility of hiring another to serve in this leadership and teaching role, and/or making temporary arrangements until such time as the position can be properly filled.

## ARTICLE VIII - VOTING ROSTER

- 8.1 ~~Definition and Eligibility. The term voting roster, as well as the underlying concept, has been chosen rather than "membership" so as to avoid the current, negative stigma associated with typical church "membership programs," while still attaining to the same democratic intent behind many of these programs. The voting roster determines who may vote in certain church matters, but does not preclude any person from being actively involved in the life and ministry of the Church. The voting roster of the Church shall be those individuals who demonstrate an authentic and active Christian life, who are committed to the ministry and fellowship of the Church as their exclusive church home, and who are at least 16 years of age. Finally, all persons applying for addition to the voting roster must have been actively involved in the life and ministry of the Church for at least six months immediately prior to submitting their voting roster application.~~
- 8.1 Definition and Eligibility. The membership of Rooftop is comprised of those people at Rooftop who have made a public commitment to Rooftop as their exclusive church home and are living in a manner consistent with the goals, practices, values, and beliefs of the church, as defined by the Church Elder Team. Members are recognized by the Elder Team. The Voting Roster is comprised of those members who apply to vote and are approved by the Elder Team, as described in 8.2(b).
- 8.2 Procedure.
- ~~(a) Applications to be added to the voting roster. Throughout the year, voting roster applicants are required to submit an application card in order to be added to the roster. This application card addresses all the requirements for admission, explained in "8.1 Definition and Eligibility."~~
- (a) Application to the Voting Roster. Throughout the year, members may apply to be added to the Voting Roster.
- ~~(b) Elder Approval. Voting roster applicants are approved, prayerfully, by the Elder Team. Specifically, the Elders are given the responsibility of discerning the validity of a person's application card in terms of active faith, church home, age, and involvement. Those persons who are not accepted by the Elders, because of their failure to measure up to eligibility requirements, are contacted personally. Inadmission to the voting roster requires a three quarters (3/4) vote of the Elder Team.~~
- (b) Elder Approval of the Voting Roster. The deadline for applying to the Voting Roster is two weeks prior to the Congregational Meeting. Applicants are approved by the Elder Team, who determines whether or not a member is living consistent with the expectations of church membership. Persons not accepted to the Voting Roster are notified individually. Admission to the Voting Roster requires a three-quarters (3/4) vote of the Elder Team.
- ~~(c) Updating of Voting Roster. Two weeks prior to the Congregational Meeting, the voting roster is "closed." During those intervening two weeks, the Elders review the voting roster, adding recent (and approved) applicants and removing such names as are indicated in "8.3 Removal." Additionally, the elders should remove those from the voting roster who have not attended at least one of the two prior Congregational Meetings. Those removed for this reason are required to re-apply if so interested.~~
- (c) Removal from the Voting Roster. Prior to each Congregational Meeting, the Elder Team shall review the Voting Roster and remove any persons who have not attended at least one of the two prior Congregational Meetings. The Elder Team shall also remove any

members from the Voting Roster who are not living in a manner consistent with the expectations of church membership. Persons removed from the Voting Roster may reapply. Removal from the Voting Roster requires a three-quarters (3/4) vote of the Elder Team.

- (d) Voting at the Congregational Meeting. At each Congregational Meeting, ballots are made available to all persons included on the voting roster Voting Roster.

~~8.3 Removal.~~

~~(a) Reasons for Removal. Reasons for removal from the Voting Roster include but are not limited to: (1) Absence. Persons who are absent from the life of the Church for one year or longer are to be considered inactive and are to be removed from the voting roster. Additionally, the elders should remove those from the voting roster who have not attended at least one of the two prior Congregational Meetings. (2) Request for Removal. A person who requests to be removed from the voting roster shall be removed. (3) Discipline. It is right and in harmony with Scripture to exclude from this fellowship, and to exempt from voting privileges, any person who holds false and heretical doctrine, who lives inconsistently with a Christian profession, or who disturbs the unity and peace of the church. (1 Corinthians 5:11-13; Galatians 1:8-9; II Thessalonians 3:6).~~

~~(b) Procedure. Any member may be removed from the voting roster Voting Roster by three-quarters (3/4) of the Elder Team, for valid cause. In the case of removal for disciplinary reasons, as outlined in Section 8.3(a)(3), written notice of proposed removal shall be given to such person by the Secretary via U.S. mail at the last known address at least ten (10) days prior to the meeting at which any action to effect such removal is to be taken to insure that the person is given a reasonable opportunity of defense.~~

ARTICLE IX - MEETINGS

9.1 Frequency. The Church shall hold two semi-annual annual congregational meetings during April and October of each year. While such meetings are open to the entire congregation, only those listed on the current voting roster Voting Roster shall be eligible to vote on such business as may come before the meeting. In addition, special meetings of the Church may be held at the call of the Elder Team at their discretion.

9.2 Purpose. Both meetings are opportunities for frank discussion and prayer with the congregation concerning issues affecting the congregation itself. During April's meeting, the previous year's budget and expenses shall be reviewed, and the subsequent year's budget shall be submitted to the congregation for two-thirds (2/3) approval of the voting roster Voting Roster. Such congregational affirmation commits the Elder Team to utilize church finances in good faith, and as close adherence to the approved budget as is realistically possible. At the October meeting, the names of Elder Team Candidates are presented to the congregation and are subject to two-thirds (2/3) approval of the voting roster Voting Roster.

9.3 Place and Oversight. Meetings may be held at such place as may be designated by resolution of the Elders, and meetings are to be overseen by the Elder Team President, Lead Pastor, and the remaining Elder Team members.

9.4 Quorum. A quorum of all meetings of the Church congregation shall consist of twenty-five percent (25%) of those on the voting roster Voting Roster. Unless otherwise specified in these bylaws or in the Articles of Incorporation, the act of two-thirds (2/3) of those on the voting roster Voting Roster present at a meeting at which a quorum is attained shall be the act of the entire voting roster Voting Roster of the Church.

9.5 Spirit and Conduct. All Congregational Meetings will be conducted in a Christ-like Spirit and according to Scriptural principles. Robert's Rules of Order will be considered an appropriate guide for the protocol of the Congregational Meetings.

## ARTICLE X - ELDER TEAM

- 10.1 Qualifications. All Elders of Rooftop Community must be fully committed and fully involved participants in the life of the church. Eldership is limited to those equipped by God to function in that role, as compared against the following Biblical standards: Male (1 Timothy 2:11-15; 1 Corinthians 11:3-16), Biblically and Theologically Competent and Correct (Titus 1:9-11), Respected by God's People (1 Timothy 3:4-7), Responsible and Professional in Habit and Lifestyle (Titus 1:5-9), Gifted with Elder-like Gifts, Servant and Shepherding-Oriented (Hebrews 13:17; James 5:14; 1 Peter 5:1-4), Emotionally and Spiritually Mature, (Titus 1:5-8; 1 Timothy 3:1-3), Relationally Pure (1 Timothy 3:4-7), and Flexible Life Station (1 Thessalonians 5:12-13). While we respect the value of allowing for theological diversity within the church, we recognize the importance of maintaining the theological unity and integrity of Rooftop's central leadership. To that extent, all Elders and paid staff at the Church must demonstrate intellectual agreement with the Church's Theological Statement of Beliefs.
- 10.2 Powers of Elders. The overall policy, control, direction and management of the affairs and finances of the Church shall be vested in the Elder Team comprised of not less than three (3) and not more than twelve (12) Elders. In addition to the powers and authorities expressly conferred upon it by these Bylaws, the Elder Team may exercise all powers of the Church vested in it under the provisions of the General Not For Profit Corporation Act of Missouri and may do all such lawful acts and things as are not prohibited by statute, by the Articles of Incorporation or by these Bylaws.
- 10.3 Duties of Elders. The Elder Team has, among others, the following duties: (1) to manage, govern and direct the affairs of the Church subject to the Articles of Incorporation and these Bylaws; (2) to make such rules and regulations as shall be necessary for the protection of the property of the Church and for the preservation of good order in the conduct of its affairs; (3) to keep an official record of corporate proceedings which shall be open to inspection by all Elders; (4) to make or approve such appointments as are provided in the Articles of Incorporation and these Bylaws; and (5) to determine the doctrine of the Church. The management and government of the church shall be vested in the Elder Team as representatives of the Congregation, under the Lordship of Christ and the guidance of the Holy Spirit. It shall be the duty of the Elders to exercise oversight over the church, shepherding the flock without lording it over them (1 Peter 5:2), to guard the purity of doctrine, and to establish policy consistent with the constitution and Bylaws. The Elders shall act for the church in the reception, discipline, and dismissal of participants. They shall minister in the teaching of the Word, counseling the needy, comforting the afflicted, visiting the sick, and discipling believers.
- 10.4 Election of Elders. The Elders of the Church shall be elected annually by the Congregation as laid out in Article 9.2 of these Bylaws and as follows. Elder Candidates are recognized by a Nominating Committee on the existing Elder Team and then are approved by the existing Elder Team for consideration. The Candidates are then interviewed by the existing Elder Team, which according to their perception of the church's need, selects the appropriate number and type of elders to recommend to the church for affirmation. Following preliminary approval, the names of the Candidates are released to the Congregation at least two (2) months prior to the church business meeting, for congregational input. Final Elder Candidates are presented at the church business meeting for affirmation. Each Elder shall hold office for a term of two (2) years and until his successor shall have been elected and qualified. Following their initial two-year term, each Elder receives an opportunity to continue on another two-year term, subject to the affirmation of three-quarters (3/4) of the existing Elder Team, and two-thirds (2/3) approval by the **voting roster** **Voting Roster**. Following a second two-year term, every Elder must enjoy at least a one (1) year sabbatical before again being considered.
- 10.5 Elder Team President. The Elder Team President, himself a member of the Elder Team and subject to its qualifications and functions, shall preside over the Elder Team and Elder Team meetings, directing all matters that fall within its list of responsibilities. The Elder Team President is selected by the Elder Team itself for a term of one year, subject to a three-quarters (3/4) vote, a

term which may be continued for additional years according to the will of the Elder Team. Additionally, the Elder Team President shall preside over all congregational meetings, with the input of additional staff and church leadership. It shall be the Elder Team President's responsibility to oversee and conduct Elder meetings, which should take place no less frequently than once a month. He shall prepare for these meetings by assembling an agenda of appropriate matters to be discussed by the Elder Team.

- 10.6 Removal of Elders. Any Elder may be removed from office by the Elder Team for valid cause. A written notice of the proposed removal of a Elder shall be given to such Elder by the Secretary at least ten (10) days prior to the meeting which any action to effect such removal is to be taken to insure that the Elder is given a reasonable opportunity of defense. Such removal shall take place only upon and after the affirmative three-quarters (3/4) vote of the members of the Elder Team present at such meeting. The Elder whose removal is sought shall not be entitled to vote upon such action.
- 10.7 Meetings. The Elders shall hold monthly meetings. In addition, special meetings of the Elders may be held at the call of the President of the Elder Team at his discretion; and upon receipt of written request from any two (2) Elders, the President shall call a meeting with reasonable promptness, subject to giving adequate notice to all Elders. Meetings may be held at such place as may be designated from time to time by resolution of the Elder Team or by written consent of the Elders.
- 10.8 Notice. Unless notice is waived in writing, meetings of the Elder Team shall be held upon not less than three (3) days' notice to be given in person, by mail, or by telephone. Attendance of an Elder at any meeting shall constitute a waiver of notice of such meeting except where such Elder attends the meeting for the express purposes of objecting to the transactions of any business because the meeting is not lawfully called or convened. The business to be transacted at, or the purposes of, any meeting of the Elder Team shall be specified in the notice or waiver of notice at such meeting.
- 10.9 Waiver of Notice. Whenever any notice whatsoever is required to be given under the provisions of the General Not For Profit Corporation Act of Missouri or under the provisions of these Bylaws, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the meeting with respect to which such notice would otherwise be required, and filed with the President or the Secretary, shall be deemed equivalent to giving such notice.
- 10.10 Quorum. A quorum at all meetings of the Elder Team shall consist of three-quarters (3/4) of the whole Elder Team. The act of all of the Directors present at a meeting at which a quorum is present shall be the act of the Elder Team.
- 10.11 Replacement of Elders. In the event of the death, disability, removal, or resignation of a serving Elder, the Elder Team shall have the power to appoint a temporary Replacement Elder. The Elder Team shall have sole discretion as to whether a Replacement Elder need be appointed, provided that not more than one (1) Replacement Elder shall serve on the Elder Team at any given time. Such Replacement Elder shall be recognized by the Nominating Committee and appointed by three-quarters (3/4) approval of the existing Elder Team and shall serve until the next regularly scheduled congregational meeting. A properly appointed Replacement Elder shall have the same qualifications, duties, and powers under this Article X as an elected Elder. The Elder Team shall notify the Congregation of the appointment of a Replacement Elder as soon as practically possible and, in any event, not less than twenty-one (21) days prior to the next regularly scheduled congregational meeting, at which time the Replacement Elder may be affirmed as an Elder by two-thirds (2/3) approval by the voting roster. If affirmed by the voting roster, the Replacement Elder shall fulfill the term of the Elder whom he replaces. If more than one (1) year remains on the term of the Elder being replaced at the time of the appointment of the Replacement Elder by the Elder Team, the Replacement Elder shall be deemed to have served a full two-year term for the purposes of Section 10.4 and shall be eligible for only one additional two-year term prior to enjoying the sabbatical required thereunder. If less than one (1) year remains on the term of the Elder being replaced at the time of the appointment of the Replacement Elder by the Elder Team, the

Replacement Elder shall be deemed to have not served a full two-year term for the purposes of Section 10.4 and shall be eligible for two (2) additional two-year terms prior to enjoying said sabbatical

#### ARTICLE XI - COMMITTEES OF THE ELDER TEAM

- 11.1 Committees. The Elder Team may also appoint, from among its own members and from among the members of the Church, such committees as the Elder Team may determine, which shall in each case consist of not less than two (2) people, at least one of whom shall be a Director, and which shall have such powers and duties as shall from time to time be prescribed by the Elder Team.
- 11.2 Rules of Procedure. A majority of the members of any committee may fix its rules of procedure. All action by any committee shall be reported to the Elder Team at a meeting succeeding such action and shall be subject to revision, provided that no rights or acts of third parties shall be affected by any such revision or alteration.

#### ARTICLE XII – OFFICERS

- 12.1 Officers. The officers of the Church shall be ~~voting-roster-participants~~ church members on the Voting Roster and shall consist of a President, a Vice-President, a Secretary, a Treasurer, and such other officers as the Elder Team may deem necessary. The President shall also be a member of the Elder Team.
- 12.2 Election. The officers of the Church shall be elected by the three-quarters (3/4) vote of the Elder Team at its first meeting following the October meeting of the congregation, and shall serve terms of one (1) year, or until their successors are duly elected and qualified. The Elder Team shall take into account the qualifications for Elders laid out in Section 10.1 of these Bylaws, but an officer need not meet all of these qualifications if the Elders determine certain qualifications are inapplicable to the office.
- 12.3 Removal of Officers. Any officer or any staff person hired by the officers may be removed from office by the Elder Team for valid cause. A written notice of proposed removal of any officer/staff shall be given to such officer/staff by the Secretary at least ten (10) days prior to the meeting at which any action to effect such removal is to be taken to insure that the officer/staff is given a reasonable opportunity of defense. The officer/staff shall have the opportunity to answer the charges in the presence of his or her accusers, but shall not be present during the discussion and vote on his or her removal. Such removal shall take place only upon and after a three-quarters (3/4) affirmative vote of the Elders present at such meeting.
- 12.4 Vacancies. Vacancies in the offices of the Church by reason of death, resignation or otherwise, shall be filled by election of the Elder Team as soon as is reasonably responsible. Until such time, an Elder Team member may be appointed by a majority of the remaining Elders to serve in such vacancy.
- 12.5 President. The President shall perform such duties as are incumbent on such officer, including making certain that all orders and resolutions of the Elder Team are carried into effect. The President shall make or cause to be made a report at the first Elder Team meeting of the year concerning the operation of the Church during the preceding year. The President should look to the qualifications of Section 8.1 as a reference point for the qualifications of staff, but need not adhere to each requirement if the President determines certain qualifications are inapplicable to the position. The President shall have the power to employ such staff as may be authorized from time to time by the Elder Team, and shall have the necessary authority and responsibility to operate the Church in all its activities and departments, subject only to the policies adopted and the orders issued by the Elder Team.
- 12.6 Vice-President. The Vice-President shall, in the absence of the President, or in the event of his inability or refusal to act, perform the duties and exercise the powers of the President and shall

perform such other duties as the Elder Team shall from time to time prescribe. The Vice-President shall serve as a Director of the church, and member of the Elder Team.

- 12.7 Secretary. The Secretary shall record or cause to be recorded in a minute book of the Church minutes of all meetings of the Elder Team and all votes taken at such meetings. He shall have charge of the official records and seal of the Church, and he shall perform such other duties as are incident to the office of Secretary and as may be assigned by the Elder Team or the President, under whose supervision he shall be. The Secretary may or may not serve as a Director of the church, and member of the Elder Team.
- 12.8 Treasurer. The Treasurer shall be the general custodian of all funds and other valuable effects belonging to the Church and shall deposit the same or cause the same to be deposited in the name and to the credit of the Church with such depository or depositories as the Elder Team may from time to time designate. He shall have the responsibility for the safekeeping of the funds and securities of the Church and shall keep or cause to be kept full and accurate accounts of receipts and disbursements in books of accounts and other accounting records of the Church. He shall disburse or permit to be disbursed the funds of the Church in such a manner as may be ordered or authorized generally by the Elder Team and shall render to the officers of the Church and the Elder Team whenever they may require it, an account of all his transactions as Treasurer and of the financial status and affairs of the Church. He shall have the general duties, powers and responsibilities of a treasurer of a Church and shall perform such other duties and have such other responsibilities and authority as may be assigned to him from time to time by the Elder Team. The Elder Team shall appoint a Financial Secretary to assist the Treasurer and the Financial Secretary's duties shall be as follows: It shall be the duty of the Financial Secretary to keep accurate, auditable records of all income for the Church. The Financial Secretary shall make sure that at least two persons authorized by the Elders are present when offerings are counted, and shall deposit all funds as quickly as practical. The Financial Secretary shall provide regular reports of church income to the Elders and Congregation. The giving records of individuals shall be kept completely confidential. The Financial Secretary shall be appointed by the Elder Team for a term of one year. Both the Church Treasurer and the Financial Secretary may or may not serve as Directors of the Church, and members of the Elder Team.

#### ARTICLE XIII - PERSONNEL AND OFFICES

- 13.1 Employment of Personnel. All personnel employed by the Church shall report to and be subject to the supervision of the President, or such individuals and supervisors as the President deems appropriate to the proper and effective organization of the Church, such supervisors ultimately being under the care and authority of the President.
- 13.2 Offices. The offices of the Church shall be located at such place or places as the Elder Team may from time to time determine.

#### ARTICLE XIV - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Elder Team member, Officer, or former Elder or Officer of the Church and his legal representative shall be indemnified by the Church against liabilities, expenses, counsel fees and costs reasonably incurred by him or his estate in connection with, or arising out of, any action, suit, proceeding or claim in which he is made a part by reason of his being, or having been, such Elder or Officer; provided that in no case shall the Church indemnify such Elder or Officer with respect to any matters as to which he shall be finally adjudged in any such action, suit or proceeding to have been liable for malfeasance in the performance of his duties as such Elder or Officer. The indemnification herein provided for, however, shall apply also in respect of any amount paid in compromise of any action, suit, proceeding or claim asserted against such Elder or Officer (including the expenses, counsel fees and costs reasonably incurred in connection therewith), provided the Elder Team shall have first approved such proposed compromise settlement and determined that the Elder or Officer involved was not guilty of malfeasance; but, in taking such action, any Director involved shall not be qualified to vote thereon. In determining whether or not a Elder or Officer was guilty of malfeasance in relation to any such matters, the Elder Team may rely conclusively upon an



opinion of independent legal counsel selected by the Board. The right to indemnification herein provided shall not be exclusive of any other rights to which such Elder or Officer may be lawfully entitled.

#### ARTICLE XV - COMPLIANCE

No part of the net earnings of the Church shall inure to the benefit of, or be distributable to its members, directors, 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 these Bylaws. No substantial part of the activities of the Church shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Church shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these bylaws, the Church shall not carry on any other activities not permitted to be carried on (a) by a Church exempt from Federal Income Tax under §501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future federal tax code, or (b) by a Church, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1986, or the corresponding provision of any future federal tax code.

#### ARTICLE XVI - FISCAL YEAR

The fiscal year of the Church shall be a year beginning on May 1 and ending on April 30 of the following year.

#### ARTICLE XVII - CONTRACTS, LOANS, CHECKS AND BANK ACCOUNTS

- 17.1 Contracts. Only to the extent the Elder Team may specifically or generally authorize, any officers or employees may, on behalf of the Church, prepare and execute proposals for contracts, grants, government or privately funded programs and similar undertakings with any person, firm or other entity and to execute such bonds and undertakings required for the faithful performance of such contracts, and deliver vouchers and receipts in connection therewith.
- 17.2 Loans. Only to the extent the Elder Team may specifically authorize, by resolution, any two (2) designated officers or employees, acting together, may effect loans and advances for the Church from any bank, trust company or other institution or from any person, firm or other entity, and for such loans and advances may make, execute and deliver promissory notes or other evidences of indebtedness of the Church. No such person shall, however, for the purpose of giving security for any such loan or advance, mortgage, pledge, hypothecate or transfer any property whatsoever owned or held by the Church except when specifically authorized by resolution of the Elder Team.
- 17.3 Checks, Drafts, Etc. All checks, drafts, orders for payment of money, obligations, bills or exchange and insurance certificates shall be signed or endorsed by such officers, or agents of the Church and as in such manner shall be determined by resolution of the Elder Team from time to time.
- 17.4 Deposits and Accounts. All funds of the Church, not otherwise employed, shall be deposited from time to time in general or special accounts in such banks, trust companies, or other depositories as the Elder Team may select, or as may be selected by any person to whom such power may from time to time be delegated by the Elder Team. For the purpose of deposit and for the purpose of collection from the account of the Church, checks, drafts and other orders for the payment of money which are payable to the order of the Church may be endorsed, assigned and delivered to the depository by any agent of the Church.

#### ARTICLE XVIII – SEAL

The following seal shall be adopted as the official seal of the Church:



#### ARTICLE XIX- DISSOLUTION

- 19.1 Procedure. The Church shall be dissolved by a vote of two thirds (2/3) of the ~~voting roster~~ **Voting Roster**.
- 19.2 Dissolution. Upon the dissolution of the Church, the Elder Team shall, after paying or making provision for the payments of all of the liabilities of the Church, dispose of all the assets of the Church exclusively for the purpose of the Church in such manner or to such organization or organizations organized and operated exclusively for religious purposes consistent with those of this Church and shall at the time qualify as an exempt organization or organizations under Section §501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law) which are organized and operated exclusively for such purposes, as the Elder Team shall determine.

#### ARTICLE XX- MISCELLANEOUS

- 20.1 Organizations Within the Church. No organization shall be formed within or considered to be a part of the Church activities before the sponsors have submitted their plans to the Elder Team for their approval and sanction. The various organizations and ministries within the Church are to remain in close contact with the Elder Team, or a chosen representative. All matters of importance which affect the Church in general shall be submitted to the Elder Team for approval in advance. No organization shall be permitted to function under the name of the Church whose chairman or supervisor is not an active participant of the Church.
- 20.2 Fundraising. Methods of fundraising by any and all organizations operating as part of the Church shall be subject to the approval of the Elder Team in advance.
- 20.3 Property. In case of a division of the church (from which we pray God by His mercy to preserve us), the property of the church shall belong to those who abide by its Bylaws. If the opposing groups or divisions cannot bring resolution to the divisive issue(s), Peacemaker Ministries, or its successor organization, will act as arbitrator to make final determination which group retains the rights to the property of the church and such decision of the arbitrator shall be final and binding on all parties to the dispute.

#### ARTICLE XXI - AMENDMENTS

These Bylaws (and, absent language to the contrary therein, the Church's Articles of Incorporation) may be altered, amended, or repealed, and new or amended Bylaws (or Articles of Incorporation) may be adopted by an affirmative vote of two-thirds (2/3) of the ~~voting roster~~ **Voting Roster** at a meeting where a quorum is present provided that the notice of such meetings shall state the substance of the Bylaws to be made or repealed, or of the alteration or amendment; and the notice of such meetings shall be mailed or delivered personally to each person on the ~~voting roster~~ **Voting Roster** at least two (2) months before the date on which the meetings are to be held. Such proposed amendments are to first be submitted to the existing elder team by a person or contingent of persons on the ~~voting roster~~ **Voting Roster** and approved by three-quarters (3/4) of the elder team in order to then be presented to the voting roster for a two-thirds (2/3) vote.

ARTICLE XXII – CONSTRUCTION

Unless the context otherwise requires, all words used in the singular include the plural, all words used in the plural include the singular and words used in any gender include all genders.