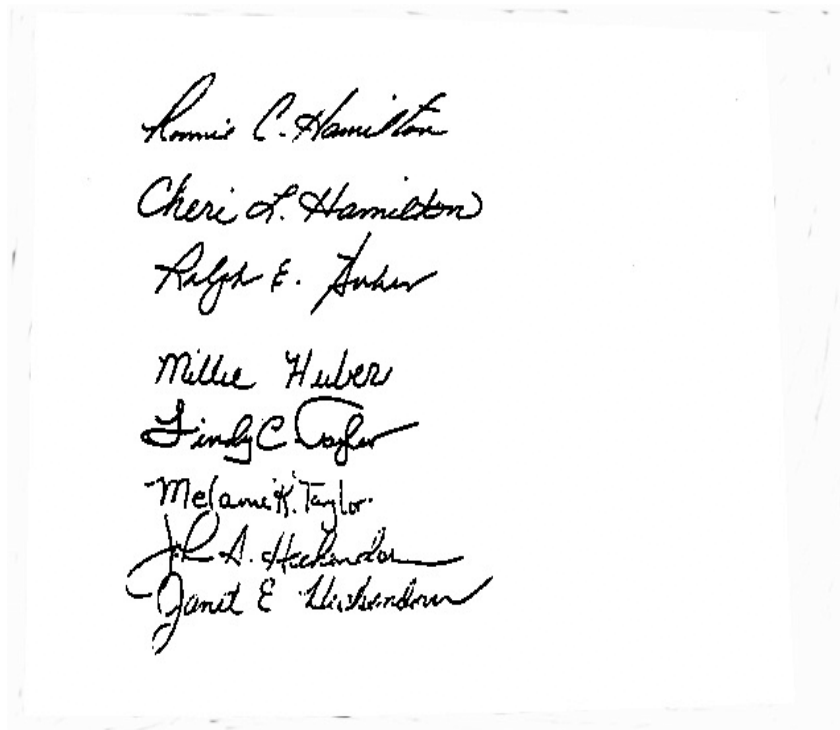


PREAMBLE

We, the undersigned charter members of the Hillside Fellowship of Comal County, Texas do ordain and establish the following Constitution and Bylaws, do declare this church an active member of the fellowship of the Evangelical Free Church of America, and do voluntarily submit ourselves to the following articles in order to more efficiently carry out the commission given by Jesus Christ to His church, this 25th day of April in the year of our Lord nineteen hundred and ninety-three (1993).



Ronnie C. Hamilton
Cheri A. Hamilton
Ralph E. Fisher
Millie Huber
Sindy C. Taylor
Melanie K. Taylor
R. A. Richardson
Janet E. Richardson

As amended effective September 27, 2015

ARTICLE I - NAME

The name of the church shall be
Hillside Fellowship, as amended on August 14, 2003.*

ARTICLE II – PURPOSE AND COVENANT

SECTION 1 - PURPOSE OF THE CHURCH

The purpose of this church shall be:

- A. To worship God and to glorify Him on the earth. (Eph. 1:4-6)
- B. To preach and teach the Word of God as the Gospel of the Lord Jesus Christ unto salvation. (Matt. 28:19-20; Acts 5:42; Eph. 3:8)
- C. To evangelize the world with the Gospel. (Acts 2; Acts 6:5-8; Acts 15:7)
- D. To develop each individual Christian until he attains unto the fullness of the stature of Christ. (I Corinth. 12; Eph. 4:11-15; I Thess. 5:11; Heb. 10:23-28)
- E. To be a constant witness for Christ and His Word. (Acts 1:8; Acts 8:1-4)

SECTION 2 - COVENANT OF CONDUCT

The fundamental principles of this church are based upon the Word of God; therefore, every member of the church is expected to live according to its teachings and avoid and refrain from that which is destructive of the Christian life and dishonoring to God. Every member is earnestly admonished to refrain from slander and evil speaking of one another; to pray constantly for the church, its members and its ministry; to support materially the church according to ability and necessity; to attend the services as far as possible; and to live a holy and Godly life in the midst of a crooked and perverse generation.

ARTICLE III – STATEMENT OF BELIEF

SECTION 1 - THE SCRIPTURES

We believe that the Scriptures, both Old and New Testaments, are the Word of God; that they are inerrant in the original writings; and that they are of supreme and final authority in faith and practice. (Ps. 119:160; Prov. 30:5-6; Luke 24:27, 44; John. 17:17; Acts 20:32; I Thess. 2:13; II Tim. 3:16; Heb. 4:12; I Pet. 4:11; II Pet. 1:3-4, 21, 3:16)

ARTICLE III – STATEMENT OF BELIEF

SECTION 2 - THE GODHEAD

We believe that the Godhead eternally exists in three persons: God the Father, God the Son, and God the Holy Spirit; and that these three are one God having precisely the same nature, attributes and perfection, and worthy of precisely the same homage, confidence, and obedience, each one executing distinct but harmonious offices in the great work of redemption. (Gen. 1:26; Deut. 6:4; Matt. 3:16-17, 28:18-19; Mark 12:29; John 1:14; Acts 5:3-4; Titus 3:3-7; Heb. 1:1-3; I Pet. 1:2-3; Rev. 1:4-6)

SECTION 3 - CREATION

We believe that God personally created the heavens and earth (Gen. 1:1-2:3; John 1:1-3); that man was originally created in the image and after the likeness of God (Gen. 1:26) and that he disobeyed God, bringing sin (total depravity) and its condemnation upon the whole human race (Gen. 3:17). We believe that every child of Adam is born into the world with a nature, which not only possesses no spark of divine life, but essentially and unchangeably is evil apart from divine grace. (Ps. 14:1-3, 51:5; Jer. 17:9; Mark 7:20-23; Rom. 1:24-32, 3:10-19, 5:12, 6:23; Eph. 2:1-3)

SECTION 4 - THE PERSON AND WORK OF CHRIST

We believe that Jesus Christ is eternal (John 1:1-5, 14-18; Col 1:15-17), was begotten by the Holy Spirit, born of the Virgin Mary (Matt. 1:18; Luke 1:26-35), is true God and true man (John 20:28; Col. 2:9), and in the sacrificial and atoning death of Christ through His shed blood upon the cross (Job 19:25; Is. 53; Matt. 28; Luke 24; I Pet. 1:18-19; I John 1:7; Heb. 9:14, 22), in His bodily resurrection and ascension (Acts 1:10, 2:32-36; I Cor. 15), to Heaven where He sits (Heb. 1:1-3), as the mediator between God and man today (I Tim. 2:5; I John 2:1-2), and in His literal future return to earth (Acts 1:11) as the greater son of David who shall sit upon David's throne and establish an everlasting Kingdom (Luke 1:32-33).

SECTION 5 - THE PERSON AND WORK OF THE HOLY SPIRIT

We believe that the ministry of the Holy Spirit is to glorify the Lord Jesus Christ and to testify of Him. (John 15:26; John 16:14) He is the infallible interpreter of the infallible Word. He convicts men, regenerates the sinner, indwells, guides, instructs, and empowers the believer for Godly living, service, and worship. (John 14:16-17; John 16:13-15, 14:26; Rom. 8:26, 27; I Cor. 2:14-16, 3:16, 6:19; Eph. 1:13, 14, 4:30; I John 2:27)

ARTICLE III – STATEMENT OF BELIEF

SECTION 6 - SATAN

We believe that Satan is a created spirit being; that he once enjoyed high heavenly honors and glorious heavenly privileges; that he, through pride, ambition, and self-will attempted to betray the Almighty and brought down upon his head the judgment of God (Job 1:6-12; Is. 14:12-20; Ez. 28:12-19); that he operates today as the prince of the power of the air (Matt. 24:11; Eph. 2:2); that he is an arch deceiver, and the father of lies (Gen. 3:1-6; John 8:44; II Cor. 4:4; I Pet. 5:8); that he is the greatest enemy, the mightiest tempter, and the most relentless accuser of the saints (Rev. 12:10); and that he shall eventually be cast into the lake of fire (Rev. 19:20, 20:10), the eternal place of punishment prepared for the devil and his angels.

SECTION 7 - THE BELIEVER'S RELATIONSHIP TO GOD

A. Justification - Past

We believe that when an unregenerate person (child of Adam) exercises that kind of faith in Christ, which is illustrated and described by Abraham in Romans 4, he passes immediately out of spiritual death into spiritual life. (John 5:24; Acts 13:39; Rom. 5:1, 8:35-39; I Cor. 3:21-23; Eph. 1:3; Col 2:10; I John 4:17, 5:11-13), and from the old creation into the new (II Cor. 5:17-21), that he has been justified from all things, and is accepted before the Father according as Christ loved, having his place and portion as linked to Him and one with Him forever; therefore, he is in no way required by God to seek a "second work of grace" for justification, nor to maintain his justification by his own works of righteousness (Eph. 2:8-9).

B. Sanctification - Present

We believe that God has already perfected our sanctification because our position toward God is the same as Christ's position (I Cor. 1:30). However, we believe that we retain our sin nature (i.e., it is not eradicated in this life) and thus our present state is no more perfect in this life than our experiences in daily life (Phil. 3:12). We believe that if a person has experienced the assurance of salvation (justification), he shall demonstrate his faith by works; therefore, it is the privilege and responsibility of every believer to "press on" in holiness of life (Rom. 6:1-2; Phil. 3:10-16). We believe the means of experiencing daily victory over the flesh, world and devil, is through faith in appropriating His death and life, by reading the Word of God, by prayer, and by fellowship with other believers (Luke 9:23-24; John 17:17; Eph. 6:18; II Tim. 3:15).

C. Glorification - Future

We believe that our sanctification is made complete in experience when we partake of bodily resurrection, at which time our bodies become like unto His. (Rom. 8:18-23; Phil. 3:20-21)

ARTICLE III – STATEMENT OF BELIEF

SECTION 8 - CHURCH ORDINANCES

A. Baptism –

We believe that Christian baptism is the water baptism of a believer, in the name of the Father, and Son, and Holy Spirit, to show forth, in a solemn and beautiful emblem, our faith in the crucified, buried and risen Savior, and that baptism is a symbol of our death to sin and resurrection to a new life. (Matt. 28:19; Acts 8:36-39; Rom. 6:4) This church chooses immersion in water as its method of baptism.

B. Communion –

The Lord's Supper is a memorial by which we commemorate together the sacrificial death of Christ until He returns, and should be preceded always by solemn self-examination. (Acts 2:41-42; and I Cor. 11:23-34)

SECTION 9 - THE RAPTURE

We believe in the imminent return of our Lord Jesus Christ to receive to Himself all those who have believed in Him, and so shall we ever be with the Lord. (Dan. 9; John 14:1-6; I Thess. 4:13-18; Rev. 3:10-11)

SECTION 10 - THE PRE-MILLENNIAL RETURN AND REIGN OF CHRIST

We believe in the bodily return of Christ with His saints as prophesied in the Davidic covenant prior to the era of Israel's restoration and universal peace for a thousand years, thus fulfilling the hopes and predictions of all the prophets. (II Sam. 7; Is. 2, 11, 65:17-25; Zech. 14; Rev. 19, 20:1-6)

SECTION 11 - THE ETERNAL STATE

We believe in the bodily resurrection of the just and the unjust, the just to everlasting blessedness of the saved, and the unjust to the everlasting condemnation of the lost. (Rev. 20:11-15; Rev. 21)

SECTION 12 – MARRIAGE & FAMILY

We believe that marriage is the covenantal union of one man and one woman in permanent sacred fidelity. Though various cultures and customs have evolving definitions of marriage, it is God alone who has ultimate authority to prescribe and describe the marital relationship. (Genesis 2:24, Matthew 19:1-9, Mark 10:1-12). We will adhere to and follow the scriptural definition of marriage in the teachings and practices of this church.

ARTICLE IV – MEMBERSHIP

SECTION 1 - QUALIFICATIONS FOR MEMBERSHIP

The church shall welcome into its membership any person (a) who testifies of a personal experience of being born again through acceptance of Jesus Christ as Lord and Savior, (b) who accepts and affirms the teaching of God's Word as stated in Sections 1-7 and 11 and 12 of Article III hereof, (c) who agrees to abide by the Constitution and Bylaws of the church as provided in Section 6 of this Article, (d) who has attained the age of eighteen (18) years, and (e) who has made application as provided in Section 2 of this Article.

SECTION 2 - APPLICATION FOR MEMBERSHIP

A person desiring to become a member of the church shall carefully read the Constitution and Bylaws of the church and shall thereafter submit an application for membership. The Elders shall review the application for membership and may inquire into the person's qualifications for membership as set forth in Section 1 of this Article. If the Board of Elders unanimously determines that the person meets these qualifications, the applicant is immediately accepted into membership and the name of the new member is placed on the church roll and announced in the weekly bulletin.

SECTION 3 - PRIVILEGES OF MEMBERSHIP

Membership in the church shall entitle a person (a) to vote on all matters presented to the church for vote, and (b) to hold office in the church. No person, who is not a member of the church, shall hold or exercise these privileges.

SECTION 4 - LETTER OF RECOMMENDATION

Any member in good standing who wishes to withdraw from membership shall, upon request, be given a letter of recommendation from the church.

SECTION 5- TERMINATION OF MEMBERSHIP

Membership in the church may be terminated in any of the following manners:

- A. Voluntary** – Any member may withdraw from membership in the church by submitting a written request to the Board of Elders that his name be removed from the list of members. His withdrawal shall be effective the date of such request.

ARTICLE IV – MEMBERSHIP

SECTION 5- TERMINATION OF MEMBERSHIP – [CONTINUED]

- B. Involuntary** – Any member may be dropped from membership in the church without his consent, for good cause based on Scripture and/or the Constitution of the church, as determined by the Board of Elders, upon a vote of at least two-thirds (2/3) of the members present and eligible to vote at any annual or special meeting of the church. A motion to involuntarily terminate the membership of any member may be made only by an Elder and, to be considered, must be seconded by another Elder. Involuntary termination shall be effective immediately upon conclusion of voting.
- C. By Review** – The Board of Elders shall, at least annually, update the membership records to keep them current. Any member who fails to attend at least one (1) worship service or other function of the church during any consecutive twelve (12) month period, for any reason other than missionary work or prolonged illness, may be dropped from membership in the church by Elder Board action as of and effective at the end of such period, provided however, that this provision shall not apply to a member who is temporarily absent from the area for more than a consecutive twelve (12) month period and who notifies an Elder of this fact before or during the twelve (12) month period.

SECTION 6 - DISCIPLINE OF MEMBERSHIP

Any member of the church who is found to be living in clear and willful disobedience of Scripture shall be warned, corrected and dealt with by the Elders in accordance with Scripture (Matt. 18:15-17; I Cor. 5:11-13; Gal. 6:1-5; II Thess. 3:6-15; and others) in a spirit of brotherly love and prayerfulness. Should such member continue living in such disobedience, the church shall, in accordance with Section 5B of this Article, dismiss such person from membership. Upon sincere repentance by such person, he may be accepted again for membership in the church, in accordance with Section 2 of this Article.

ARTICLE V – STANDING

The church shall remain free and independent and shall not join itself to any other denomination or synod. It shall remain its own highest authority and conduct its business through its annual and special meetings. The church shall cooperate with the Evangelical Free Church of America and its branches, and with the South Central District of the Evangelical Free Church of America by sending delegates to conferences, supporting home and foreign missions, and uniting in any mutual efforts for the furtherance of the Gospel as the church itself may officially decide.

ARTICLE VI – MEETINGS

There shall be an annual meeting of the church to be held in Comal County, Texas on a date to be established each year by the Board of Elders, and such other special meetings as may be provided in the Bylaws. All meetings shall be conducted in accordance with Robert's Rules of Order or rules set by the church. Notice of each meeting, whether annual or special, shall be posted to an appropriate electronic medium of the church, given in the weekly bulletin, or by oral announcement at a regularly scheduled worship service at least two consecutive Sundays prior to such meetings.

ARTICLE VII - GOVERNANCE

SECTION 1 – BOARD OF ELDERS

The governing body of the church shall be the Board of Elders consisting of not fewer than five men. The church shall delegate to the Board of Elders all its authority, within the limitations stated in the Constitution and Bylaws, to be exercised between its annual meetings. They shall be accountable to the membership of the church, who may overrule any decision made by the Board.

The Elders, in coordination with the Lead Pastor, shall be responsible for overseeing and shepherding all ministries of the church and shall oversee the finances of the church as authorized by the membership and carried out by the Lead Pastor. The Elders shall provide a written report to the congregation at the annual meeting regarding their activity during the past year and their plans for the upcoming year.

An Elder shall be elected by the membership to a three (3) year term of office. The terms of one-third (1/3) of the members of the Elder Board shall expire each year. There shall be no limitation on the number of terms an Elder may serve.

To be considered for the position of Elder, a man must be a member of the church and must possess the qualifications as set forth in I Timothy 3:1-7 and Titus 1:5-9.

The nomination of a man for the position of Elder shall be initiated by the Board of Elders. The nomination shall be preceded by a sufficient period of time during which the nominee's willingness and qualifications to serve in the position of Elder are confirmed. The Elders shall consider I Cor. 4:1-2, I Timothy 3:1-13, and Titus 1:5-10 during the nomination process.

Upon completion of the nomination process, an Elder nominee shall be elected to the position of Elder by the members of the church, voting by secret ballot, at a meeting of the church called in accordance with the Bylaws. An Elder nominee shall be introduced and presented to the membership a minimum of two weeks prior the meeting.

SECTION 2 - OFFICERS

The Officers of the Church shall be:

- A. Chairman, who shall be appointed by the Board of Elders from its membership and who shall also serve concurrently as Chairman of the Board of Elders;
- B. Vice Chairman, who shall be appointed by the Board of Elders from its membership and who shall also serve concurrently as Vice Chairman of the Board of Elders;
- C. Treasurer, who shall be appointed by the Board of Elders from its membership;
- D. Secretary, who shall be appointed by the Board of Elders from its membership.

Officers of the Church are appointed for two year terms and may serve consecutive terms without limitation.

ARTICLE VII – GOVERNANCE

SECTION 3 - LEAD PASTOR

The Lead Pastor (or other similar position title, such as Senior Pastor or Teaching Pastor) shall possess the qualifications of an Elder and shall partner with the Elders in carrying out the purpose of the church. The Lead Pastor shall serve as an ex-officio, voting member of the Board of Elders.

The calling of the Lead Pastor shall be initiated by the Board of Elders and consummated at a meeting of the Church by secret ballot with a minimum of twenty-five percent (25%) of the voting membership present. A three-fourths (3/4) majority of the votes cast at the meeting shall be required before a call can be issued. Public notice of a meeting to call a Lead Pastor, stating the objective, must be given on two successive Sundays prior to such meeting. Only one candidate shall be presented to the church at one time. Upon approval by the membership, a letter of call shall be issued to the Lead Pastor by the Board of Elders specifying all details of salary, vacation, housing and car allowances, conference leave, and other information pertinent to this position. Upon acceptance of the call, the Lead Pastor and his wife are considered to be members of the church.

The Lead Pastor serves at the discretion of the Board of Elders and his role and responsibilities shall be determined by the Board of Elders and shall be presented to the Lead Pastor as a written position description. The Board of Elders shall yearly (or sooner if required) review and provide feedback to the Lead Pastor, and alter the position description based upon changing church needs.

SECTION 4 - OTHER MATTERS

- A. Church Year – The church year shall run from October 1 through September 30.
- B. Vacancies – Vacancies in elective offices shall be filled by special election as soon as reasonably possible in accordance with Article VI, Section 5, and the Bylaws. Should a term of office expire prior to a replacement being elected or appointed, such incumbent may continue in office until such replacement is elected or appointed.
- C. Tenure – There shall be no prohibition of successive terms in office.
- D. Annual Financial Review – The financial statements of the church shall be audited on an annual basis by an independent public accounting firm. The resulting report shall be made available to any member of the church upon request.
- E. Expenditure Limitations –
 - 1. The Elders and Lead Pastor (acting singly or jointly) shall have authority to spend church funds as is deemed reasonable, necessary, and advisable and in accordance with the budget adopted by the church to:
 - a. support existing ministries,
 - b. implement new ministries,
 - c. repair, maintain, and replace existing property and equipment of the church, and
 - d. purchase, lease, or construct additions to property and equipment of the church.

ARTICLE VII – GOVERNANCE

E. Expenditure Limitations (continued)

2. Should any single expenditure or obligation arise that is not included in the budget adopted by the church and whose amount exceeds 5% of the annual operating budget exclusive of wages and benefits, capital expenditures, and debt service, formal approval by the Board of Elders is required in order to proceed.
3. Should any single expenditure or obligation arise that is not included in the budget adopted by the church and whose amount exceeds 25% of the annual operating budget exclusive of wages and benefits, capital expenditures, and debt service, formal approval of the church at a duly called meeting of the membership is required in order to proceed.
4. The expenditure limitations set forth above may be modified from time to time as deemed necessary by formal approval of the church at a duly called meeting of the membership.

ARTICLE VIII – PROPERTY

SECTION 1 - OWNERSHIP OF PROPERTY

The church may buy, sell, lease, pledge, own and operate property, both real and personal, as may be necessary or advisable to carry out its purpose, as set out in Article II, Section 1, hereof.

In case of a division of the church (from which may God in His mercy preserve us) the property and all funds of the church shall belong to those who abide by this Constitution.

SECTION 2 - TITLE TO REAL PROPERTY OF THE CHURCH

- A. Title to all real property owned, acquired or received by the church shall be taken in the corporate legal name of the church and shall vest and be held in the church corporation. Any such property shall be conveyed in the corporate legal name of the church by deed executed on behalf of the church corporation by its proper officers duly authorized thereunto as here-in provided.
- B. Real property, as it pertains to this Section, shall mean land or immovable buildings or other immovable structures upon the land.
- C. The purchase, sale, lease, exchange or encumbrance of any real property owned by the church shall be authorized in the following manner:

Article VIII – Property

SECTION 2 - TITLE TO REAL PROPERTY OF THE CHURCH (CONTINUED)

1. The Board of Elders shall recommend such purchase, sale, lease, exchange, or encumbrance and directing submission of such matter to a vote of the voting members of the church at the annual or special meeting of the members called for such purpose.
 2. Notice of such meeting and purpose shall be given in accordance with the provisions of this Constitution and the Bylaws of the church pertaining to the call of meetings.
 3. At such meeting any such action must be approved and authorized by the vote of two-thirds (2/3) of the members present entitled to vote, in person or by proxy.
- D. A deed, deed of trust, mortgage, bill of sale or other written instrument conveying or transferring property, or a contract agreeing to do so, or creating a lien thereon, when properly authorized, shall be executed for and on behalf of the church by one or more of its Officers.
- E. No real property of the church shall be mortgaged or encumbered to provide funds for the current operating expenses of the church, nor shall the proceeds of the sale of any such property be so used, provided, however, that nothing herein contained shall prevent or restrict the right and power of the church to give, create or assume a lien on such property in connection with the purchase or acquisition of any real property or the construction, repair, remodeling or improvement of a church building, educational building, manse or other improvements to or upon any such real property, whether improved or unimproved.

SECTION 3 - DISSOLUTION OF CHURCH

Should the church be dissolved or cease to function or operate according to this Constitution, all property and funds held by the church shall be vested in and conveyed to the South Central District of the Evangelical Free Church of America, or, in the event said organization shall have ceased to exist, to the Evangelical Free Church of America.

The church shall be considered dissolved when fewer than five members remain.

ARTICLE IX – AMENDMENTS

SECTION 1 - PROCEDURE FOR AMENDMENT

The Constitution of the church may be amended or repealed, in whole or in part, through a formal motion made at any annual or duly called special meeting of the church but shall not be acted upon until the following annual or duly called special meeting. At least two-thirds (2/3rds) of the membership must be present, in person or by proxy, at the meeting, and a three-fourths (3/4ths) majority of the votes cast at the meeting shall be required for acceptance. Notice of the meeting at which the vote will be taken, and notice of the proposed amendment(s) to be voted on, shall be given:

ARTICLE IX – AMENDMENTS

SECTION 1 - PROCEDURE FOR AMENDMENT (CONTINUED)

- A. By oral announcement at a regularly scheduled worship service of the church on two consecutive Sundays prior to the meeting, and
- B. By publication in the church bulletin or other handout distributed or made available to the church's membership at a regularly scheduled worship service of the church on two consecutive Sundays prior to the meeting at which the vote is taken.

SECTION 2 - RESTRICTION ON AMENDMENT

Neither Article II, Article III, nor Article VI hereof shall be amended or repealed, in whole or in part, in any manner which fundamentally or radically departs from or changes the stated purpose, covenant or statement of beliefs of the church: provided, however, that either may be amended for clarification or expansion which is not inconsistent with existing provisions.

ARTICLE X – VOTING BY PROXY

Proxies may be used for both quorum and voting at any meetings of the members of the church, subject however to the following restrictions:

- A. The proxy must name one or more Elders as the proxy agent and may not name as proxy agent any person who is not an Elder.
- B. The proxy must contain the exact wording of the motion(s) to be voted on, and the proxy must clearly indicate the member's vote yea or nay on each motion so contained. The proxy is not valid and cannot be used for any motion not so contained on the proxy.
- C. In the event a motion contained in the proxy is duly amended, the proxy shall immediately become invalid as to the amended motion and may not be voted as to the amended motion.

Proxies may not be used for quorum or voting at any meetings of the Board of Elders.

ARTICLE XI - BYLAWS

As a supplement to this Constitution, the Bylaws shall set forth duties of officers and other procedures and regulations of the church.

HILLSIDE FELLOWSHIP

BYLAWS

ARTICLE I – MEMBERSHIP MEETINGS

SECTION 1 – ANNUAL MEETING

An annual meeting shall be held each year and such special meetings as may be called in accordance with Section 2 of this Article.

SECTION 2 - SPECIAL MEETINGS

Special meetings may be called by a majority of the Elders or upon a written request of at least ten percent of the members of the church to the Board of Elders.

SECTION 3 - MEETING ADMINISTRATIVE REQUIREMENTS

At least twenty-five percent (25%) of the voting membership must be present for a meeting to be constitutionally binding.

Notice of each meeting, whether annual or special, shall be posted to an appropriate electronic medium of the church, given in the weekly bulletin, or by oral announcement at a regularly scheduled worship service at least two consecutive Sundays prior to such meeting. These notice requirements shall be adhered to in all cases except when an emergency situation, as determined by the Board of Elders, exists.

ARTICLE II – BOARD OF ELDER MEETINGS

The Board of Elders shall meet as determined by the Chairman after consideration of the needs of all Elders and the Lead Pastor. Meetings will take place in church facilities at reasonable times and frequencies, unless needs of the membership warrant otherwise, such as meeting in a home or hospital. The Board of Elders shall meet at least once per calendar month.

In order for any action of the Board of Elders to be official, a majority of Elders must be present and cast a vote on the item under consideration.

Should a conflict of interest exist on any matter brought before the Board of Elders, an Elder shall recuse himself from deliberation and abstain from voting on the matter.

ARTICLE II – BOARD OF ELDER MEETINGS (CONTINUED)

In situations requiring emergency and immediate action, the Board of Elders may hold an electronic meeting. The Chairman of the Board of Elders shall email (or use other comparable, generally available electronic medium) to the Elders as a “group” a description of the matter to be considered, including policy and financial implications, and requesting a favorable or unfavorable response on the matter from each Elder. The Elders shall have at least twenty-four (24) hours from the generation of the original email and no longer than thirty-six (36) hours to provide the Chairman a final favorable or unfavorable response. During the initial twelve (12) hour period of consideration, Elders may ask questions and obtain responses and additional information from the Chairman utilizing the “reply all” feature of the original group email. Additional time to consider the matter may be granted by the Chairman upon request of at least two (2) of the Elders.

ARTICLE III – FUNCTION OF ELDERS

The function of the Elders is to:

1. Shepherd and oversee the flock (Acts 20:28);
2. Manage (1 Tim. 3:5);
3. Rule (1 Tim. 5:17);
4. Exhort and refute (Titus 1:9);
5. Keep watch over souls (Heb. 13:7);
6. Pray for the sick (James 5:14, 15);
7. Shepherd by example (1 Pet. 5:1-4);
8. Appoint and designate deacons and deaconesses as the need arises in accordance with Acts 6:1-7, Romans 16:1,2, and I Tim. 3:8-10,12-13, to help carry out various phases of the church's ministries, if deemed to be appropriate and consistent with the organizational structure established by the Lead Pastor;
9. Assure the duties of the Lead Pastor are performed in his absence;
10. Establish and provide such committees as the Elder Board may deem necessary in order for the church to function;
11. Assure that a records retention policy is developed, implemented, and maintained; and
12. Terminate the services of the Lead Pastor when deemed necessary and in the best interests of the membership.

ARTICLE IV – FUNCTIONS OF OFFICERS

1. **Chairman** - Chairman shall:
 - a. Develop an agenda and preside over meetings of the Board of Elders;
 - b. Develop an agenda and preside over annual and special meetings of the church;
 - b. Insure that all decisions of the church are fully carried out; and
 - c. Have the power to address and vote in all boards and affiliated organizations.
2. **Vice Chairman** – The Vice Chairman shall serve in the capacity of Chairman in the Chairman's absence.

ARTICLE IV – FUNCTIONS OF OFFICERS (CONTINUED)

3. Treasurer – The Treasurer shall:

- a. Monitor the overall financial condition of the church;
- b. Arrange an annual independent assessment of the church's financial statements and underlying system of internal controls;
- c. Assist the Board of Elders in determining compensation and benefits for the Lead Pastor.

4. Secretary – The Secretary shall assure that:

- a. Correct and proper minutes of all annual and special meetings are kept; and
- b. All such minutes are preserved for future reference.

ARTICLE V – PROVISION AMENDING BYLAWS

Amendments to the Bylaws may be introduced through formal motion at any meeting. At least twenty-five percent (25%) of the membership must be present at the meeting and two-thirds (2/3) majority of the votes cast at the meeting shall be required for acceptance. Proper prior notice of the meeting and the proposed amendments shall be given in accordance with the Bylaws.