

AMENDED AND RESTATED BYLAWS OF FELLOWSHIP FAMILY CHURCH

These Amended and Restated Bylaws ("Bylaws") govern the affairs of Fellowship Family Church, a Texas non-profit corporation (the "Church"). The Church is organized under the Texas Business Organizations Code, as amended (the "Code"). These Bylaws amend and restate, in its entirety, the previous Bylaws of the Church, as amended.

The principal office of the Church in the State of Texas shall be located in Dallas County, Texas. The Corporate Officers of the Church (hereafter defined) shall have full power and authority to change any office from one location to another, either in Texas or elsewhere as directed by majority vote of the eligible voting members present and voting at a members meeting duly called and noticed for that purpose as provided in the Bylaws. The Church shall comply with the requirements of the Code and maintain a registered office and registered agent in Texas. The registered office may, but need not, be identical with the Church's principal office in Texas. The Corporate Officers of the Church may change the registered office and the registered agent as provided in the Code.

ARTICLE 1 Statement of Faith

The Scriptures

The Holy Bible was written by men divinely inspired and is God's revelation of Himself to man. It is a perfect treasure of divine instruction. It has God for its author, salvation for its end, and truth, without any mixture of error, for its matter.

God

There is one and only one living and true God. The eternal God reveals Himself to us as Father, Son and Holy Spirit, with distinct personal attributes, but without division of nature, essence, or being.

God the Father

God as Father reigns with providential care over His universe, His creatures, and the flow of the stream of human history according to the purposes of His grace. God is Father in truth to those who become children of God through faith in Jesus Christ.

God the Son

Christ is the eternal Son of God. In His incarnation as Jesus Christ, He was conceived of the Holy Spirit and born of the virgin Mary. He honored the divine law by His personal obedience, and in His death on the cross, He made provision for the redemption of men from sin.

God the Holy Spirit

The Holy Spirit is the Spirit of God. He exalts Christ. He convicts of sin, of righteousness and of judgment. He enlightens and empowers the believer and the church in worship, evangelism, and service.

Man

Man was created by the special act of God, in His own image, and is the crowning work of His creation. By his free choice man sinned against God and brought sin into the human race. The sacredness of human personality is evident in that God created man in His own image, and in that Christ died for man; therefore every man possesses dignity and is worthy of respect and Christian love.

Salvation

Salvation involves the redemption of the whole man, and is offered freely to all who accept Jesus Christ as Lord and Savior, who by His own blood obtained eternal redemption for the believer. In its broadest sense salvation includes regeneration, sanctification, and glorification.

God's Purpose of Grace

Election is the gracious purpose of God, according to which He regenerates, sanctifies, and glorifies sinners. All true believers endure to the end. Those whom God has accepted in Christ, and sanctified by His Spirit will never fall away from the state of grace, but shall persevere to the end.

The Church

A New Testament church of the Lord Jesus Christ is a local body of baptized believers who are associated by covenant in the faith and fellowship of the gospel and seeking to extend the gospel to the ends of the earth. This church is an autonomous body. The New Testament speaks also of the church as the body of Christ, which includes all of the redeemed of all the ages.

Baptism & the Lord's Supper

Christian baptism is the immersion of a believer in water. It is an act of obedience symbolizing the believer's faith in a crucified, buried, and risen Savior, the believer's death to sin, the burial of the life, and the resurrection to walk in newness of life in Christ Jesus.

The Lord's Supper is a symbolic act of obedience whereby members memorialize the death of the Redeemer and anticipate His second coming.

The Lord's Day

The first day of the week is the Lord's Day. It commemorates the resurrection of Christ from the dead and should be employed in exercises of worship and spiritual devotion.

Last Things

God, in His own time and in His own way, will bring the world to its appropriate end. Jesus Christ will return personally and visibly the dead will be raised; and Christ will judge all men in righteousness. The unrighteous will be consigned to Hell. The righteous will receive their reward and will dwell forever in Heaven with the Lord.

Evangelism & Missions

It is the duty and privilege of every follower of Christ and every church of the Lord Jesus Christ to endeavor to make disciples of all nations to seek constantly to win the lost to Christ by personal effort.

Education

The cause of education in the Kingdom of Christ is co-ordinate with the causes of missions and general benevolence there should be a proper balance between academic freedom and academic responsibility. The freedom of a teacher in a Christian school, college, or seminary is limited by the pre-eminence of Jesus Christ, by the authoritative nature of the Scriptures, and by the distinct purpose for which the school exists.

Stewardship

God is the source of all blessings, temporal and spiritual; all that we have and are we owe to Him. Christians have a spiritual debtorship to the whole world, a holy trusteeship in the gospel, and a binding stewardship in their possessions. They are therefore under obligation to serve Him with their time, talents, and material possessions.

Cooperation

Christ's people should organize such associations and conventions as may best secure cooperation for the great objects of the Kingdom of God. Such organizations have no authority over one another or over the churches. Cooperation is desirable between the various Christian denominations.

The Christian & the Social Order

Every Christian is under obligation to seek to make the will of Christ supreme in his own life and in human society. The Christian should oppose in the spirit of Christ every form of greed, selfishness, and vice.

Religious Liberty

Church and state should be separate. The state owes to every church protection and full freedom in the pursuit of its spiritual ends. A free church in a free state is the Christian ideal.

Family

God has ordained the family as the foundational institution of human society. Marriage is the unity of one man and one woman in covenant commitment for a lifetime. The husband and wife are of equal worth before God, since both are created in God's image. The marriage relationship models the way God relates to His people. Children, from the moment of conception, are a blessing and heritage from the Lord.

ARTICLE 2 Affiliation

The Church is autonomous and maintains the right to govern its own affairs, independent of any denominational control. Recognizing, however, the benefits of cooperation with other churches in world missions and otherwise, this Church voluntarily affiliates itself with the Southern Baptist Convention, the Baptist General Convention of Texas, and the Dallas Baptist Association.

ARTICLE 3 Purpose and Limitations

3.01 **Purposes.** The Corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding the foregoing, the Corporation's purposes also include the limited participation of the Corporation in any other activities, including taxable activities, but only to the extent the activities would be permitted by a tax-exempt organization. More particularly, but without limitation, the purposes of this Corporation are:

(a) To promote the Christian religion by any appropriate form of expression, within any available medium, and in any location, through the Corporation's combined or separate formation, of a church, ministry, charity, school, or eleemosynary institution, without limitation.

(b) To spread the Gospel of Jesus Christ and the worship of God among its attendants and practice the Christian virtues inculcated in the Holy Scriptures by any and all means possible.

(c) To ordain, employ and discharge ordained ministers of the Gospel, and others, to conduct and carry on divine services at the place of worship of the Corporation, and elsewhere.

(d) To collect and disburse any and all necessary funds for the maintenance of said Corporation and the accomplishment of its purpose within the State of Texas and elsewhere.

(e) To handle affairs pertaining to property and other temporal matters as required by the civil authorities.

(f) To make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended.

(g) To educate the body of Christ through any and all educational means deemed appropriate.

(h) This Corporation is also organized to promote, encourage, and foster any other similar religious, charitable and educational activities; to accept, hold invest, reinvest and administer any gifts, legacies, bequests, devises, funds and property of any sort or nature, and to use, expend, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the Corporation; and to do any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance of accomplishment of the purposes of this Corporation. Provided, however, no act may be performed which would violate Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as it may hereafter be amended.

3.02 Limitations. In order to carry out the above-stated purposes, the Corporation shall have all those powers set forth in the Code, as it now exists or as it may hereafter be amended. The powers of the Corporation to promote the purposes set out above are limited and restricted in the following manner:

(a) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its incorporators, officers or other private persons, except that the Corporation shall be authorized and empowered to make payments and distributions (including reasonable compensation for services rendered to or for the Corporation or reimbursement of expenditures) in furtherance of its purposes as set forth in these Articles. No substantial part of the activities of the Corporation shall be the carrying on of Propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(b) Notwithstanding any other provisions of these Articles, in the event this Corporation is in any one year a “private foundation” as defined by Section 509(a) of the Internal

Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, it shall be required to distribute its income for such taxable year at such time and in such manner as not to subject the foundation to taxation under Section 4942 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; and further shall be prohibited from: (I) any act of “self dealing” as defined in Section 4941 (d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; (ii) retaining any “excess building holdings” as defined by Section 4943 (c) of the Internal Revenue Code of 1986, as amended, or corresponding provisions any subsequent federal tax laws; or (iii) making any investments in such manner as to subject the foundation to taxation under Section 4944 of the Internal Revenue Code of 1986, as amended, or corresponding provisions any subsequent federal tax laws; or (iv) making a taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not accept any gift or grant if the gift or grant contains major conditions which would restrict or violate any of the Corporation’s religious, charitable or educational purposes or if the gift or grant would require serving a private as opposed to a public interest.

(d) Upon the liquidation, dissolution or winding up of the Corporation, the Elders, hereafter defined, shall, after paying or making provision for payment of all the liabilities of the Corporation, distribute all remaining Corporate assets to any organization which is of like faith and order and is exempt from taxes under Internal Revenue Code Section 501(c)(3) (or the corresponding provision of any future tax law of the United States) as designated by a majority vote of the eligible voting members present and voting at a members meeting duly called and noticed for that purpose as provided in the Bylaws.

ARTICLE 4 Membership

4.01 **Qualifications for Membership:** To qualify for membership in this church, a person must be a believer in Jesus Christ who gives evidence of regeneration, who has been baptized by immersion, in obedience to Christ, following his or her regeneration, and who wholeheartedly believes in the Christian faith as revealed in the Bible. Upon completion of the church’s membership class, each candidate must agree to submit to the teaching of scripture as expressed in the Statement of Faith (Article 1 of these Bylaws) and must promise to keep the commitments expressed in the Member Covenant. The elders shall be responsible for determining each person’s qualification for membership. In making this determination, they may rely on a person’s profession of faith, or such other evidence, as the elders deem appropriate.

4.02 **Admission of Members:** To be admitted into church membership, applicants shall be recommended by the elders for admission and accepted by vote of the members at any regular or special meeting of the members, and shall at that point relinquish their membership in other churches.

4.03 **Duties and Privileges of Membership:** In accord with the duties enumerated in the Members Covenant, each member shall be privileged and expected to participate in and contribute to the ministry and life of the church, consistent with God's leading and with the gifts, time, and material resources each has received from God. Only those shall be entitled to serve in the ministries of the church who are members of this congregation; non-members may serve on an ad-hoc basis with the approval of the elders. Notwithstanding, non-members may serve the church for purposes of administration and professional consultation. Under Christ this congregation is governed by its members. Therefore, it is the privilege and responsibility of members to attend all members' meetings and vote on the election of officers, on decisions regarding membership status, and on such other matters as may be submitted to a vote.

4.04 **Associate Membership.** A Baptist of like faith and order may unite with this body of believers in Associate status. Qualifications are identical to those for full membership as set out above, except that home church membership must be retained. A letter of commendation will be sought from the applicant's home church.

Duties and privileges of associate members are the same as for other members except that:

(a) when absent from the Dallas/Ft. Worth area for extended periods of time they are released from the responsibility to attend our church services;

(b) while they will be encouraged to participate in members' meetings they will not be eligible to stand for any office or to vote.

Termination of associate membership as a disciplinary measure will be as it is for other members, except that the elders shall notify the pastor or elders of the home church of that termination. Associate membership will normally terminate immediately upon the ending of the period of temporary residence in the Dallas/Ft. Worth area.

4.05 **Church Discipline.** Any member consistently neglectful of his or her duties or guilty of conduct by which the name of our Lord Jesus Christ may be dishonored, and so opposing the welfare of the church, shall be subject to the admonition of the elders and the discipline of the church, according to the instructions of our Lord in Matthew 18: 15–17 and the example of scripture. Church discipline, then, should ordinarily be contemplated after individual private admonition has failed.

Church discipline can include admonition by the elders or congregation, suspension from communion for a definite period, deposition from office, and excommunication (see Matthew 18: 15–17; 2 Thessalonians 3: 14–15; 1 Timothy 5: 19–20; 1 Corinthians 5: 4–5).

The purpose of such discipline should be for the repentance, reconciliation, and spiritual growth of the individual disciplined (see Proverbs 15: 5; 29: 15; I Corinthians 4: 14; Ephesians 6: 4; Hebrews 12: 1–11; Psalm 119: 115; 141: 5; Proverbs 17: 10; 25: 12; 27: 5; Ecclesiastes 7: 5; Matthew 7: 26–27; 18: 15–17; Luke 17: 3, 4; I Corinthians 5: 5; Galatians 6: 1–5; II Thessalonians 3: 6, 14–15; I Timothy 1: 20; Titus 1:13–14; James 1: 21, 22);

For the instruction in righteousness and good of other Christians, as an example to them (see Proverbs 13: 20; Romans 15: 14; I Corinthians 5: 11; 15: 33; Colossians 3: 16;

I Thessalonians 5: 14 [note this is written to the whole church, not just to leaders]; I Timothy 5: 20; Titus 1: 11; Hebrews 10: 24– 25);

For the purity of the church as a whole (see I Corinthians 5: 6–7; II Corinthians 13: 10; II John 10);

For the good of our corporate witness to non–Christians (see Proverbs 28: 7; Matthew 5: 13–16; John 13: 35; Acts 5: 1–14; Ephesians 5: 11; II Peter 2: 2; I John 3: 10); and

Supremely for the glory of God by reflecting His holy character (see Deuteronomy 5: 11; Isaiah 52: 11; Matthew 5: 16; John 15: 8; Romans 15: 5–6; II Corinthians 6: 14–7: 1; Ephesians 1: 4; 5: 27; I Peter 2: 12).

4.06 Termination of Membership. The church shall recognize the termination of a person’s membership following his or her death, and may do so after he or she has voluntarily resigned or joined with another church. Membership may also be terminated as an act of church discipline (ordinarily, but not necessarily, at the recommendation of the elders) upon the vote of at least two-thirds of the members present at any regular or special meeting of the members.

The church shall have authority to refuse a member’s voluntary resignation or transfer of membership to another church, either for the purpose of proceeding with a process of church discipline, or for any other biblical reason.

4.07 Restoration of Membership: Dismissed members who have been subject to discipline and have had their membership terminated may be restored according to the spirit of 2 Corinthians 2:7-8, when their life-styles are judged to be in accordance with the membership covenant. Restoration of Church membership shall require the recommendation of the elders and acceptance by a majority vote of the eligible voting members present and voting at a regular or special members meeting.

Article 5 - Meetings

5.01 Worship Meetings. Worship services shall be held each Lord’s Day, and may be held throughout the week as the church determines. The Elders shall have the authority to adjust the church schedule as necessary.

5.02 Members’ Meetings. In every meeting together, members shall act in that spirit of mutual trust, openness, and loving consideration which is appropriate within the body of our Lord Jesus Christ.

There shall be a regular members’ meeting at least once a quarter, at some time apart from a public worship service as agreed upon by the membership.

An elder, designated by the elders, shall serve as president of the corporation and preside as moderator at all members’ meetings of the church (see section 6.02, paragraph 9). The elders

shall see that the stated meetings of the church are regularly held and that required reports are submitted to the church by the responsible members.

Provided all constitutional provisions for notification have been met, a quorum shall be understood to be met by those members present. All votes shall be tallied based on the number of votes cast by members present and abstentions shall not be counted as votes.

A budget shall be approved by the membership at a members' meeting not more than three months after the start of the fiscal year. Prior to this approval and subject to the elders' discretion, expenditures may continue at the prior year's level.

At any regular or special members' meeting, officers may be elected and positions filled as needed, so long as all relevant constitutional requirements have been met.

Special members' meetings may be called as required by the elders, or at the written request, submitted to the elders, of five percent of the voting membership. The date, time, and purpose of any special meeting shall be announced at all public services of the church within two weeks preceding the meeting. In the event of a written request from the members, the elders shall call a special meeting to be held within one month of their receipt of the request.

Article 6 – Officers

6.01 Summary. The Biblical offices in the church are elders and deacons. In addition, our church recognizes the administrative positions under these bylaws of clerk and treasurer. All officers must be members of this church prior to assuming their responsibilities with the exception of called pastoral staff, in which case membership shall be concurrent with the acceptance of their call.

6.02 Elders. Ideally, the elders shall be comprised of not less than three men who satisfy the qualifications for the office of elder set forth in I Timothy 3: 1–7 and Titus 1: 6–9, but qualifications shall not be lowered in order to satisfy that minimum number. This allowance being established, the church shall work diligently to disciple all members to meet the qualifications for an elder, expecting God to call elders from among them. Whenever possible, a majority of the active eldership shall be composed of church members not in the regular pay of the church, and no elder shall hold the office of deacon during his tenure.

Subject to the will of the congregation, the elders shall oversee the ministry and resources of the church. In keeping with the principles set forth in Acts 6: 1–6 and I Peter 5: 1–4, the elders shall devote their time to prayer, the ministry of the Word (by teaching and encouraging sound doctrine), and shepherding God's flock.

The church shall recognize men gifted and willing to serve in this calling, in accordance with the provisions on election established within these bylaws (see Article 7). These men shall

be received as gifted by Christ for His church and set apart as elders. This recognition shall be reaffirmed by the church triennially. After an elder, other than the senior or associate pastor(s), has served two consecutive three-year terms, he may only be elected to the office of elder after at least one year.

An elder's term of office may be terminated by resignation or by dismissal. Any two members with reason to believe that an elder should be dismissed should express such concern to the elders and, if need be, to the congregation. Any such action shall be done in accordance with the instructions of our Lord in Matthew 18: 15–17 and I Timothy 5: 17–21. Any of the elders may be dismissed by a two-thirds vote of the members at any members' meeting of the church.

The elders shall take particular responsibility to examine and instruct prospective members, examine and recommend all prospective candidates for offices and positions, oversee the work of the deacons and appointed church agents and committees, conduct worship services, administer the ordinances of baptism and communion, equip the membership for the work of the ministry, encourage sound doctrine and practice, admonish and correct error, oversee the process of church discipline, coordinate and promote the ministries of the church, and mobilize the church for world missions. The elders are further to ensure that all who minister the Word to the congregation, including outside speakers, share our fundamental convictions.

The elders may establish ministry positions or committees (including search committees), at their discretion, to assist them in fulfilling their responsibilities. The elders may also propose funding for new paid staff positions. The membership shall approve all candidates to fill the positions of senior and associate pastor. The scope and approval of job descriptions for any staff position not specifically addressed in these bylaws shall reside in the hands of those with hiring authority for that position.

The elders shall have primary responsibility for the employment, oversight, and evaluation of staff members. This responsibility may, on a case-by-case basis, be delegated to another staff member.

Each year the elders, after consultation with the deacons and the membership, shall present to the church an itemized budget. This budget shall be presented for discussion at a specially-called budget meeting and called up for a vote at the following members' meeting. No money shall be solicited by or on behalf of the church or any of its ministries without the approval of the elders.

The elders shall elect a chairman of elders' meetings and shall also elect one of their number to serve as the president of the corporation and moderator of members' meetings. The duties and responsibilities of the President/Moderator are as defined below in section 6.06. The President/Moderator shall not be the senior pastor.

6.03 The Senior Pastor. The senior pastor shall be an elder. He shall perform the duties of an elder described in Section 6.02, above, and shall be recognized by the church as particularly gifted and called to the full-time ministry of preaching and teaching.

His call shall not be subject to the triennial reaffirmation or to the term limitation set out in Section 6.02, for elders. His call shall be defined as per section 7.03. He shall preach on the Lord's Day, administer the ordinances of baptism and communion, and perform such other duties as usually pertain to that office, or as set forth in these bylaws.

In the absence or incapacity of the senior pastor the elders shall assume responsibility for his duties, any of which can be delegated.

6.04 Associate Pastors. The church may call additional pastors whose relationship to the senior pastor is that of associate.

An associate pastor shall be an elder. He shall perform the duties of an elder described in Section 6.02, above, and shall be recognized by the church as particularly gifted and called to the full-time ministry of preaching and teaching.

His call shall not be subject to the triennial reaffirmation or to the term limitation set out in Section 6.02, for elders. His call shall be defined as per section 7.04.

He shall assist the senior pastor in the performance of his regular duties and shall perform any other duties as usually pertain to the office of pastor, or as set forth in these bylaws, or which may be specifically assigned to him by the congregation.

In the absence or incapacity of the senior pastor for defined periods of time (such as sabbatical or illness), the associate pastor(s) shall assume the responsibility for his duties under the oversight of the elders.

6.05 Deacons. The office of deacon is described in I Timothy 3: 8–13 and Acts 6: 1–7. The office of deacon is distinct and separate from that of elder and is not a prerequisite or path to the office of elder. The church shall recognize, in accordance with the provisions on elections in these bylaws, members who are giving of themselves in service to the church, and who possess particular gifts of service. These members shall be received as gifted by Christ for His church and set apart as deacons. They shall be elected to one term lasting for a maximum of three years and may only be elected to another term after one year.

Deacons shall care for the temporal needs of members, attend to the accommodations for public worship, and encourage and support those able to help others and those with gifts of administration. The deacons shall receive, hold, and disburse a fund for benevolence, reporting on its use to the elders at their request, and reporting to the church its total receipts and total disbursements only.

The deacons, with the agreement of the elders, may establish unpaid administrative positions or committees of members to assist them in fulfilling their responsibilities in the church.

6.06 President/Moderator. The President/Moderator shall preside over all member meetings and shall sign all legal documents related to church-approved matters where such signature is required. In the event that the President/Moderator is unable to fulfill his responsibility as moderator at a particular member meeting, he shall appoint another member to serve as moderator in his absence.

6.07 Clerk. It shall be the duty of the clerk to record the minutes of all regular and special members' meetings of the church, to preserve an accurate roll of the membership, and to render reports as requested by the pastor, the elders, the deacons, or the church. The clerk shall be nominated by the elders and elected by the congregation to serve a term of one year.

In the absence or incapacity of the clerk the elders shall appoint a member to perform the duties of the church clerk.

For purposes of compliance with the nonprofit corporation laws of the State of Texas, the clerk shall serve as the secretary of the corporation.

The church clerk shall ensure that dated copies of the most recent revision of this constitution shall be available for all church members.

6.08 Treasurer. The treasurer, who shall not be an active elder, deacon, paid church staff member, or the spouse of a paid staff member, shall ensure that all funds and securities of the church are properly secured in such banks, financial institutions, or depositories as appropriate. The treasurer shall also be responsible for presenting regular reports of the account balances, revenues and expenses of the church at each members' meeting. The responsibility may be delegated with the approval of the elders. The treasurer shall also ensure that full and accurate accounts of receipts and disbursements are kept in books belonging to the church, and that adequate controls are implemented to guarantee that all funds belonging to the church are appropriately handled by any officer, employee, or agent of the church. The treasurer shall render to the elders annually, or whenever they may require it, an account of all transactions as treasurer and of the financial condition of the church.

The treasurer shall be nominated by the elders and elected by the congregation to serve a term of one year.

Article 7 – Elections

7.01 Principles. The process for church elections shall be interpreted and carried out to fulfill the following principles:

- (a) Substantial prayer, both individually and corporately, should be an integral part of the election process;
- (b) Nominations should proceed with the support of the elders;
- (c) All candidates for church office should be treated with the grace, kindness, and honesty appropriate in evaluating fellow members;
- (d) The election process shall express that spirit of mutual trust, openness, and loving consideration that is appropriate within the body of our Lord Jesus Christ.

7.02 Selection of Officers. The election of officers shall be held at a members' meeting of the church. Names of nominees to serve as elders, deacons, clerk, or treasurer shall be presented by the elders at the previous members' meeting (providing that previous meeting occurred at least four weeks prior), and the election shall proceed as directed by the moderator.

The elders should seek recommendations and involvement from the general membership in the nomination process. Any member with reason to believe that a nominated candidate is unqualified for an office should express such concern to the elders. Members intending to speak in opposition to a candidate should express their objection to the elders as far in advance as possible before the relevant church members' meeting.

The moderator shall declare elected all men receiving a 75% majority of all votes cast for the office of elder. For all other offices, the moderator shall declare elected all persons receiving a simple majority of all votes cast; abstentions will not be considered as votes cast.

The persons elected shall assume their respective offices upon election, unless another date has been specifically designated.

7.03 Calling of the Senior Pastor. In the calling of any man to this position, the same basic process of calling an elder must be followed. In addition, however, the church must be given adequate opportunity to assess the preaching gifts of any potential senior pastor and, before being asked to express its judgment, must receive assurance from the elders that, having interviewed the man concerned, they are in no doubt as to his wholehearted assent to the Statement of Faith and Church Covenant. Notice of the nomination of a man to be elected to membership and called as senior pastor (which shall include, if necessary, election to membership of his wife if he is married) must be given at the worship service(s) on two consecutive Sundays following the nomination, prior to the vote at a members' meeting.

7.04 Calling of Associate Pastor. In the calling of any man to the position of associate pastor, the same basic process of calling an elder must be followed. In addition, however, the church must be given adequate opportunity to assess the preaching gifts of any potential associate pastor and, before being asked to express its judgment, must receive assurance from the elders that, having interviewed the man concerned, they are in no doubt as to his wholehearted assent to the Statement of Faith and Church Covenant. Notice of the nomination of a man to be called as associate pastor (which shall include, if necessary, election to membership

of him and his wife if he is married) must be given at the worship service(s) on two consecutive Sundays following the nomination, prior to the vote at a members' meeting.

ARTICLE 8 Indemnification

8.01 **Mandatory Indemnification.** If a legal claim or criminal allegation is made against a person because he or she is or was an officer, employee, or agent of the church, the church shall provide indemnification against liability and costs incurred in defending against the claim if the elders determine that the person acted (a) in good faith, (b) with the care an ordinarily prudent person in a similar position would exercise under similar circumstances, and (c) in a manner the person reasonably believed to be in the best interest of the church, and the person had no reasonable cause to believe his or her conduct was unlawful.

8.02 **Permissive Indemnification.** At the discretion of the elders, the church also may indemnify any person who acted in good faith and reasonably believed that his or her conduct was in the church's best interest and not unlawful.

8.03 **Procedure.** If a quorum of the elders is not available for an indemnification determination because of the number of elders seeking indemnification, the requisite determination may be made by the membership or by special legal counsel appointed by the membership.

ARTICLE 9 Dispute Resolution

Believing that the Bible commands Christians to make every effort to live at peace and to resolve disputes with each other in private or within the Christian Church (see, e.g., Matthew 18: 15–20, I Corinthians 6: 1–8), the church shall require its members to resolve conflict among themselves according to biblically based principles, without reliance on the secular courts. *Rules of Procedure for Christian Conciliation, Institute for Christian Conciliation* is a recommended resource for dispute resolution assistance, if necessary. Consistent with its call to peacemaking, the church shall also encourage the use of biblically based principles to resolve disputes between itself and those outside the church, whether Christian or pagan and whether individuals or corporate entities.

ARTICLE 10 Amendments

These bylaws may be amended by a two-thirds vote of the members present and voting at a members' meeting, provided the amendment shall have been offered in writing at the previous members' meeting, and shall have been announced from the pulpit at church services two successive Sundays prior to such vote. The revised version of these bylaws shall be made available to all church members by the church clerk.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting clerk of Fellowship Family Church and that the foregoing Bylaws constitute the Amended and Restated Bylaws of the Church. These Bylaws were approved by the Leadership Team and were subsequently adopted by the two-thirds majority consent of all eligible members present and voting at a members meeting dated _____, 2009.

DATED: _____, 2009.

By: _____

Name: _____

Title: Church Clerk