

Wake Chapel Church, Inc.

# Constitution & Bylaws

2023 Revision

*\*With Annotations*

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# Wake Chapel Church, Inc.

# Constitution & Bylaws

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## CONSTITUTION

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### PREAMBLE

WHEREAS, it is the expressed purpose of God our Heavenly Father to call out of the world a saved people who shall contribute to the Body of Christ, built and established on the foundation of the apostles and prophets, Jesus Christ being the Chief Cornerstone, and

WHEREAS, the members of the Body of Christ are enjoined to assemble themselves together for worship, fellowship, counsel, and instruction in the Word of God and the work of the ministry and for the exercise of those spiritual gifts and offices provided for in the Old and New Testament.

THEREFORE, BE IT RESOLVED: That Wake Chapel Church, Inc. recognizes itself as a body of Christian believers working together for the common purpose of spreading the Gospel of our Lord and Savior Jesus Christ, and that under the laws of the State of North Carolina and the United States of America, Wake Chapel Church, Inc. may exercise all the rights and privileges granted to religious bodies.

### ARTICLE I - NAME

The name of this Church shall be Wake Chapel Church, Inc.<sup>1</sup>

### ARTICLE II - PURPOSE

The purpose of this Church shall be:

- A. To establish and oversee places of worship under the guidance of the Holy Spirit.<sup>2</sup>
- B. To conduct the work of evangelizing both home and foreign missions in obedience to the command of our Lord Jesus Christ.<sup>3</sup>
- C. To engage in and promote the study of the Holy Scriptures.

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<sup>1</sup> Acts 2:17-21

<sup>2</sup> Titus 1:5; Ps. 107:3; Acts 2:42, 46, 47; Hebrew 10:25

<sup>3</sup> Matthew 28:19, 20; Mark 16:15,16; Luke 24:46, 47; John 20:21

- D. To advance the gospel of Jesus Christ by preaching, evangelism, teaching and the administration of the ordinances of the Church.
- E. To create and enable Christian fellowship as a nurturing and disciplining function of the Church.
- F. To promote the biblical principles of justice and righteousness in personal, social, community and national life.
- G. To carry on the work of the Church in all its spiritual, benevolent, educational, philanthropic, civil and social aspects and activities.
- H. To create departments as may be necessary in order to establish places of worship, to spread the Gospel, (including but not limited to educational, recreational, community, and social services) and to support missionary activity.<sup>4</sup>
- I. To have the right to own, hold in trust, use, possess, sell, convey, mortgage, lease or dispose of such property, real or chattel, as may be needed for the prosecution of its work.
- J. To license and ordain ministers of the Gospel and Deacons for such purposes and be their covering.<sup>5</sup>

### **ARTICLE III – OUR BELIEFS**

The truths set forth here are held to be essential to this Church. Wake Chapel Church, Inc. makes no claim that this publication contains all the truths in the Bible, but has provided the Church’s basic fundamental principles.

#### **(1) THE SCRIPTURES INSPIRED**

The Bible is the inspired Word of God, a revelation from God to men, the infallible rule of faith and conduct, and superior to conscience and reason, but not contrary to reason.<sup>6</sup>

#### **(2) THE ONE TRUE GOD**

The one true God has revealed Himself as the eternally self-existent, self-revealed “I AM,” and has further revealed Himself as embodying the principles of relationship and association, by simultaneously existing as Father, Son and Holy Spirit.<sup>7</sup>

#### **(3) MAN: HIS FALL AND REDEMPTION**

Man was created good and upright, for God said, “Let us make man in our image and after our likeness.” Man, by voluntary transgression, fell, and his only hope of redemption is in Jesus Christ, the Son of God.<sup>8</sup>

#### **(4) THE SALVATION OF MAN**

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<sup>4</sup> Acts 6: 1-7

<sup>5</sup> 1 Thessalonians 5:12; 2 Thessalonians 2:15; 3:4; Heb. 13:17

<sup>6</sup> 2 Timothy 3:15, 17; 1 Peter. 1:23-25; Hebrew. 4:12

<sup>7</sup> Deuteronomy 6:4; Mark 12:29; Isaiah 43:10, 11; Matthew. 28:19

<sup>8</sup> Genesis 1:26-31; Genesis. 3:17; Romans 5:12-21

(a) Conditions of Salvation

The Grace of God, which brings salvation, has appeared to all men, through the preaching of repentance toward God and through faith in the Lord Jesus Christ; man is saved by the washing of regeneration and renewing of the Holy Spirit, and being justified by grace, has become heir of God according to the hope of eternal life.<sup>9</sup>

(b) Evidences of Salvation

The inward evidence to the believer of his/her salvation is the direct witness of the Spirit.<sup>10</sup> The outward evidence to all men is a life of holiness.<sup>11</sup>

(5) BAPTISM IN WATER

The ordinance of baptism by burial with Christ should be observed (as commanded in the Scriptures) by all that have repented of their sins and in their hearts have believed in Christ as their Savior and Lord. In doing so, they declare to the world that they have died with Christ and that they have also been released to walk with Him in newness of life.<sup>12</sup>

(6) THE LORD’S SUPPER (COMMUNION)

The Lord’s Supper, consisting of the elements, bread and fruit of the vine, is the symbol expressing our sharing in a memorial to His suffering and death, and a prophecy of His second coming, and is enjoined to all believers “until He comes”.<sup>13</sup>

(7) THE PROMISE OF THE FATHER

All believers should ardently expect and earnestly seek the Promise of the Father, which is the baptism in the Holy Spirit. With it comes the infilling of power for life and service, and the bestowment of the gifts and their uses in the work of the ministry.<sup>14</sup> This experience may be distinct from and subsequent to the experience of the New Birth.<sup>15</sup>

(8) SANCTIFICATION PROCESS

By the power of the Holy Spirit, Wake Chapel Church, Inc. strives to obey the command, “Be ye holy, for I am holy.” Sanctification is the will of God for all believers, and should be earnestly pursued by walking in obedience to God’s Word.<sup>16</sup>

(9) THE CHURCH

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<sup>9</sup> Titus 2:11; 3:5-7; Romans. 10:13-15; Luke 24:47

<sup>10</sup> Romans 8:16

<sup>11</sup> 1 Thessalonians 4:7, 2 Timothy.1:9

<sup>12</sup> Matthew. 28:19; Ro. 6:4

<sup>13</sup> John 6:48, 51, 53-57; Luke 22:19, 20; 2 Peter. 1:4; 1 Cor. 11:25

<sup>14</sup> Luke 24:49; Acts 1:4-8; 1 Corinthians. 12:1-31

<sup>15</sup> Acts 2:38; 10:44-46; 11:14-16; 15:7-9

<sup>16</sup> Hebrew 12:14; 1 Peter 1:15, 16; 1 Thessalonians 5:23,24; 1 John 2:6

The Church is the holy Body of Christ, the habitation of God through the Spirit, with divine appointments for the fulfillment of His great commission. Each believer is an integral part of the Church, and their names are written in the Lamb's Book of Life.<sup>17</sup>

(10) MINISTRY

Divinely called and Scripturally ordained ministry has been provided by our Lord for a two-fold purpose:

- (a) The evangelization of the world, and
- (b) The edification of the Body of Christ.<sup>18</sup>

(11) DIVINE HEALING

Deliverance from sickness is provided for in the atonement of Christ and is the privilege of all believers.<sup>19</sup>

(12) THE BLESSED HOPE

The resurrection of those who have fallen asleep in Christ and their translation, together with those who are alive and remain unto the Lord, is imminent and is the blessed hope of the Church.<sup>20</sup>

(13) THE MILLENNIAL REIGN OF JESUS

The revelation of the Lord Jesus Christ from heaven, the salvation of national Israel, and the millennial reign of Christ on the earth are Scriptural promises and our hope.<sup>21</sup>

(14) THE LAKE OF FIRE

The devil and his angels, the beast and the false prophet, and whosoever is not found written in the Lamb's Book of Life shall be consigned to everlasting punishment in the lake which burns fire and brimstone, which is the second death.<sup>22</sup>

(15) THE NEW HEAVENS AND NEW EARTH

Wake Chapel Church, Inc., as promised in the Scriptures, looks for a new heaven and a new earth wherein righteousness dwells.<sup>23</sup>

## ARTICLE IV - ORDINANCES

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<sup>17</sup> I Thessalonians 2:4

<sup>18</sup> Mark 15:16, 20; Ephesians. 4:11-13

<sup>19</sup> Isaiah 53:4, 5; Matthew 8:16, 17; Mark 16:18; John 5:14

<sup>20</sup> 1 Thessalonians 4:16; Romans 6:23; Titus 2:13; 1 Corinthians 15:51,52

<sup>21</sup> 2 Thessalonians 1:7; Revelations 19:11-16; Romans 11:25; Revelations 20: 1-7

<sup>22</sup> Revelations 19:20; 20:10-15

<sup>23</sup> 2 Peter 3:13; Revelations 21: 1

## (1) WATER BAPTISM

The ordinance of water baptism<sup>24</sup> shall be administered by all established places of worship to all those who have repented of their sins and who have believed on the Lord Jesus Christ to the saving of their souls.<sup>25</sup>

## (2) THE LORD’S SUPPER

The ordinance of the Lord’s Supper shall be observed regularly by all established places of worship, as enjoined in the Scriptures.<sup>26</sup>

## ARTICLE V - MEMBERSHIP

### (1) MEMBERSHIP PROCESS

(a) A person is eligible for membership<sup>27</sup> in this Church who gives evidence of his/her faith in the Lord Jesus Christ, who voluntarily subscribes to the Church’s Constitution and Bylaws.

(b) Wake Chapel Church is a fellowship of believers participating in the labors of the Holy Spirit in this community.

(c) An individual seeking to become a member of this Church must submit in writing, using a form prescribed by this Church, that they wish to become a member. The form must meet the following guidelines:

- i. The name of the applicant must be listed. If a married couple is applying for membership both names must be listed and both applicants must sign.
- ii. There must be a statement indicating that the member will abide by the Holy Scriptures and submit to the Constitution and Bylaws of the Church.

(d) Any disputes that arise over the interpretation of this Constitution and Bylaws shall be deferred to and resolved by the highest authority of this Church – which shall be deemed to be the Senior Pastor, but only upon the advice and required majority consent of the Congregational Council.<sup>28</sup>

### (2) THE STANDARDS OF MEMBERSHIP

The standard of membership of this Church shall be:

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<sup>24</sup> Matt. 28:19

<sup>25</sup> Romans 6:3-5; Colossians 2:12

<sup>26</sup> Luke 22:19,20; 1Corinthians 11:23-26

<sup>27</sup> The term “membership” or “member” is used in the Constitution to be synonymous with “discipleship” or “disciple.”

<sup>28</sup> In Watson v. Jones, the court held that “Whenever the questions of discipline, or of faith, of ecclesiastical rule, custom, or law have been decided by the highest Church judicatory to which the matter has been carried, the legal tribunals must accept such decisions as final, and as binding on them . . .”

- (a) Evidence of a genuine experience of regeneration (new birth) <sup>29</sup>
- (b) Evidence of a consistent Christian life <sup>30</sup>
- (c) Baptism in water by immersion <sup>31</sup>
- (d) Full subscription to the tenets of faith as set forth in the Constitution and Bylaws adopted by the Church
- (e) Willingness to contribute regularly to the support of the Church according to his or her ability through time, talent (volunteerism) and financial stewardship (tithes and offerings) <sup>32</sup>
- (f) Support of the Church with regular attendance at Church services and events <sup>33</sup>

### (3) RECEPTION OF MEMBERS

Persons desiring to become members in fellowship with the Church shall make the fact known to the Church by submitting a signed application to the Church Secretary who shall promptly submit it to the Senior Pastor for approval. The approved application must then be retained by the Church Secretary consistent with the Church's document retention policy.

### (4) PROHIBITED CONDUCT OF MEMBERS

Any member of the Church found guilty of any of the following offenses, may be subject to removal from the Church membership:

- (a) In any way sowing discord among the membership, including but not limited to rumor mongering, tale bearing and bearing false witnesses.<sup>34</sup>
- (b) Propagation of doctrines and practices contrary to the Church's Constitution which causes discord, dissention and division in the Church.<sup>35</sup>
- (c) Persisting in believing or propagating some pernicious, false, contrary doctrine.<sup>36</sup>
- (d) Involvement in any form of occult practices <sup>37</sup>.

### (5) DISCIPLINE

- (a) This Church is committed to Biblical discipline in order to prepare a spotless bride for the Lord Jesus Christ's return, to maintain holiness as a way of life, to restore the sinning person to a right

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<sup>29</sup> John 1:12-14; John 3:3-8; I Peter 1:23-25

<sup>30</sup> Romans 6:4; 8:1-4; 13:13-14; Ephesians 4: 1-2,15,17-32; 5:1,2,15; I John 1:6,7

<sup>31</sup> Matthew 28:19-20; Acts 10:47-48; Romans 6:3-12; Colossians 2:11-12

<sup>32</sup> Malachi 3: 10; Matthew 23:23; Hebrews 7:4-5

<sup>33</sup> Hebrews 10:25

<sup>34</sup> Proverbs 6:16-19, I Corinthians 1: 10, 12:25, Galatians 5:20-21, Ephesians 4:2-3

<sup>35</sup> Romans 1:21-32; Galatians 1:8-9; Titus 3:9-11; 2 Thessalonians 3:6

<sup>36</sup> Romans 16:17-18, I Timothy 4:1, II Timothy 4:3-4, Titus 3:10-11, II Peter 2:1-3

<sup>37</sup> Deuteronomy 18:9-14, Acts 19: 18-19, Galatians 5:20, Revelation 21:8



relationship with the Lord, and to expose sin so that it will not become a polluting influence in the rest of the Church.<sup>38</sup>

(b) Divisive persons shall be confronted according to the pattern outlined in Titus 3:9-11. At least two elders, or those whom they designate, shall meet with the divisive person and warn him/her to repent. If the person does not repent, at least two elders, or those whom they designate, shall meet with him/her again and warn him/her a second time. If the person still refuses to repent of his/her sin of divisiveness, the Church (through a concurrence of both the Senior Pastor and a majority of the Congregational Council) may submit the matter for disposition at either a regular or special meeting in accordance with the Word of God.<sup>39</sup>

(c) All believers are encouraged to consult with one of the elders when confronting another believer about sin in his/her life. The elder shall determine the appropriate time between steps and everyone involved shall, to the best of their ability, carry out this discipline in the spirit of love, humility, and meekness putting the interests of others ahead of their own.<sup>40</sup>

#### (6) TERMINATION OF MEMBERSHIP

(a) The Senior Pastor and Congregational Council shall be authorized and agree to revise the membership roll of the Church at least once a year, and to remove from the list of active members those in fellowship under the following categories:<sup>41</sup>

- i. Issuance of Letter of Transfer.
- ii. Voluntary withdrawal from membership.
- iii. Deceased during the year.
- iv. Propagation of doctrines and practices contrary to the Tenets of Faith, which cause discord, dissension and division in the Church.<sup>42</sup>
- v. Inactive membership status due to an absence from Church services for a period of six (6) months or longer without reasonable explanation.
- vi. It is understood that the purpose of terminating the membership of those who are in violation is to discipline them and to win them back, not to condemn them and forget them.<sup>43</sup>

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<sup>38</sup> Ephesians 5:11, I Peter 1:15-16, I Corinthians 5:6-7, Joshua 7:1-26

<sup>39</sup> Romans 16:17-19

<sup>40</sup> Galatians 6:1-2

<sup>41</sup> In Jones v. Wolf, 443 U.S. 595 (1979), the Supreme Court held that matters concerning membership are solely under the control of the Church, and that a member may have membership revoked if the pastor and/or Church Congregational Council deem it necessary so long as the Church follows its own rules in doing so. This right and power cannot go under review by the IRS or courts.

<sup>42</sup> Romans 16:17,18; Galatians 1:8,9; Titus 3:9-11; II Thessalonians 3:6

<sup>43</sup> I Corinthians 5:1-2; II Corinthians 2:6-11

vii. The Congregational Council reserves the right to remove, without warning, any member who is deemed to be harming the Church flock or to be in purposeful and willful contention with the Church.

(b) Any person who may have been terminated as a Church member shall be notified of this action in writing by the Church Secretary and shall have the right to appeal to the Church for reconsideration of said action.

(c) The Church may restore to membership any person previously excluded, upon request of the excluded person, and upon evidence of the excluded person's repentance and reformation. This should be done in the Spirit of forgiveness and love.<sup>44</sup>

(7) DUTY OF CHURCH MEMBERS IN FELLOWSHIP

- (a) To contribute financially for the support of the Church and its ministries in tithes and offerings in accordance with the Scriptures; as God may prosper them, for the support of its various missionary work, both at home and foreign.
- (b) By a Godly and Christian life, each member shall cooperate with the Church, its Senior Pastor, Congregational Council and Deacons in their various efforts to attain to Scriptural Church life.
- (c) Members should regularly attend all Church services, and special meetings as called by the Senior Pastor.
- (d) The duties of the members to themselves are: the acquisition of Scriptural knowledge, constant progress in spirituality, and consistency of external conduct.
- (e) Each member must consent to be in subjection to Church discipline and order as directed in a Scriptural manner by the Senior Pastor and Church doctrine. It is the duty of the members to honor and esteem their Senior Pastor; to pray for the Senior Pastor fervently and daily; to attend constantly upon the Senior Pastor's ministration; to manifest a tender regard for the Senior Pastor's reputation, and to follow the Senior Pastor's vision.
- (f) It is the duty of each member to cultivate and cherish brotherly love for all people, especially members of the Body of Christ.
- (g) It shall be understood that matters discussed among the membership shall remain confidential within the membership.
- (h) Membership in Wake Chapel Church shall terminate by voluntary transfer of membership or membership to another Church. It may also terminate by action from a majority of the Congregational Council in response to either a violation of Section 4 above or to a member's course of unruly conduct, according to Matthew 18:15-17.

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<sup>44</sup> II Corinthians 2:68

## **ARTICLE VI - AMENDMENTS**

Amendments to this Constitution (upon proper notice to the Church) may be made by obtaining at least a 75 percent vote of the Church.

# Wake Chapel Church, Inc.

## Constitution & Bylaws

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### BYLAWS

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#### ARTICLE I - ORDER

For the purpose of conducting business, the Senior Pastor shall, in an orderly manner, preside over all of the affairs of the Church.

#### ARTICLE II – NAME AND OFFICES

- (1) Name. The name of this Corporation shall be Wake Chapel Church, Inc. (also referred to herein as either the “Church” or the “Corporation”).
- (2) Principal Office. The principal office of the Church shall be at Wake County, 3805 Tarheel Club Rd. (hereafter known as WCC Central) Raleigh, NC 27604.
- (3) Registered Office. The registered office of the Corporation required by law to be maintained in the State of North Carolina may be, but need not be, identical with the principal office.
- (4) Other Offices. The Corporation may have offices at such other places, either within or without the State of North Carolina, as the Senior Pastor through the leading and guidance of the Holy Spirit determines.
- (5) Other Location. 4509 Bland Rd, (hereafter known as WCC North), Raleigh, NC 27609.

#### ARTICLE III - DEPARTMENTS AND COMMITTEES

- (1) The Church shall hereby provide for departments and committees<sup>45</sup> to be created as needs may require. All such departments and committees shall be under the general supervision of the Senior Pastor.
- (2) All other ministries, with requirements, shall be dealt with on an individual basis, as needed, with the authority and supervision of the Senior Pastor. The Senior Pastor has the authority to delegate such duties to Elders, Ministers or other leaders at his/her discretion and they would remain under the Senior Pastor's authority and supervision. All requirements shall be set forth for each ministry in an agreement between Wake Chapel Church and the ministry.

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<sup>45</sup> The term “committee” is used in the Bylaws to be synonymous with “ministries.”

## **ARTICLE IV – ESTABLISHED PLACES OF WORSHIP**

- (1) This Church may actively participate in establishing new places of worship. Each of the places of worship that it establishes will be through financial assistance once they have secured all the legal paperwork to be recognized as a nonprofit organization as described by state law and section 501(c)(3) of the Internal Revenue Code.
  - (a) Purpose: The purpose of an established place of worship shall be to maintain a place of worship for God’s people, such as a building or home where the Church congregation can come together for religious purposes.
  - (b) Duties: All established places of worship shall subscribe to articles III and IV of this Constitution as fundamental to Christian ministry. The Senior Pastor shall also be responsible and preside over all meetings of the established place of worship (Church).
  - (c) Rights and Privileges: All established places of worship must operate under their own constitution and bylaws provided that they neither contradict nor violate the framework of the Constitution and Bylaws of Wake Chapel Church.
  - (d) The Appointed Pastor: The Senior Pastor may appoint a pastor to pioneer a work with the purpose of establishing a place of worship. All pastors are to give account to the Senior Pastor for every aspect of the established place of worship.
  - (e) Finances: The Church may finance the established place of worship until it can financially exist on its own. At that point, the newly established place of worship will no longer receive financial assistance from this Church.
- (2) The pastor of said place of worship shall be given fair and just compensation by this Church to compensate him/her for the work of the ministry until the established place of worship can financially exist on its own. When the established place of worship can financially support itself, the appointed pastor shall receive a reasonable salary from the established place of worship. The salary will be determined by the Congregational Council of the newly established place of worship.
- (3) Wake Chapel Church may receive 10 percent of the finances generated from all established places of worship that are capable of financially existing on their own. All churches that this Church establishes will be encouraged to send 10 percent of their tithes and offerings to this Church, but never required to do so. Funds received by those churches will be used to further this Church’s exempt purpose of starting new places of worship.

## **ARTICLE V - FINANCES**

- (1) BUDGET
  - (a) The funds for the maintenance of the Church shall be provided for by the freewill offerings of members and friends of the Church, established places of worship, by all other subordinate groups affiliated with Wake Chapel Church, commercial activities and by recognized fundraisers.
  - (b) All offerings as provided in the Holy Scriptures shall be passed on to the Treasurer for deposit in the Church’s treasury.

(2) AUDIT

An independent audit shall be completed by the Treasurer and/or other Congregational Council appointed persons. This audit of all financial records shall be made after the close of each calendar year.

(3) WITHDRAWALS

In order to take care of the administrative and other daily needs of the Church, the Senior Pastor shall receive appropriate delegation from the Congregational Council authority to make withdrawals from the regular Church treasury. The Congregational Council may make other delegations for authorized withdrawals.

(4) SALARIES

- (a) The Senior Pastor shall be given a regular and reasonable salary as determined by agreement of the Congregational Council. His/her salary shall be reviewed and approved each year by the Congregational Council during the last meeting of the calendar year.
- (b) The salaries of all other officers and employees shall be determined by the Senior Pastor, who shall make such determination after appropriate counsel with applicable subject matter experts. Upon request from the Congregational Council, the Senior Pastor shall timely comply with any requested salary information inquiries.

**ARTICLE VI - PROPERTY RIGHTS**

- (1) All property, real or chattel, shall be taken, held, sold, transferred or conveyed in the Church's name.
- (2) No real property of the Church shall be sold, leased, mortgaged, or otherwise alienated without authorization of the Congregational Council.
- (3) The Senior Pastor of the Church shall certify in such conveyances, leases, or mortgages.
- (4) In the event that the Church ceases to exist, all assets of Wake Chapel Church, Inc. shall, at the discretion of the Congregational Council (as determined by a 75 percent vote), be given to organizations that are exempt as described in section 501(c)(3) and/or 170(c)(2) of the Internal Revenue Code of 1986. The organization must be of similar purpose and also apply ARTICLE III, PARAGRAPHS 1, 2 and 4 of the Constitution as essential tenets of the Christian faith.

**ARTICLE VII - MEETINGS**

(1) CHURCH MEETINGS AND SERVICES

- (a) In any established place of worship, the appointed Senior Pastor or Pastor(s) will be responsible for regular Church services.
- (b) A quorum for any Church meeting shall be more than 50 members.

(c) Unless waived by the members of the Congregation, meetings of the Congregation require a minimum 14-day notice.

(d) The Church shall conduct an annual meeting as required by applicable law.

## (2) CONGREGATIONAL COUNCIL MEETINGS

(a) The Chairman of the Congregational Council may set dates and times for Congregational Council meetings, which shall be no less than quarterly.

(b) Notwithstanding the above quarterly requirement, the Senior Pastor and/or a majority of the Congregational Council may call for a Congregational Council meeting to discuss the direction of the Church.

(c) The Congregational Council Secretary shall keep an accurate account of the minutes that were discussed at any Congregational Council meeting. He/she then has to submit them at the next Congregational Council meeting for discussion by the Congregational Council and for approval by a majority of the Congregational Council.

(d) Upon approval by the majority of the Congregational Council, the minutes shall be adopted, and all policy and procedure in them will continue to be enforced.

(e) Quorum

(i) One half (1/2) of the Congregational Council members at an official Congregational Council meeting constitutes a quorum.

(ii) Unless waived by the members of the Congregational Council, meetings of the Congregational Council require a minimum 48-hour notice.

## **ARTICLE VIII - MEMBERSHIP RIGHT TO INSPECTION**

### (1) Requests Made By Members<sup>46</sup>

To ensure both the trust of the membership and that a public interest is being served, subject to any confidentiality concerns of both the Senior Pastor and Congregational Council, all Church meeting minutes (to include annual and special meetings, and Congregational Council meetings), financial audit reports and information regarding significant financial transactions must always be available for membership inspection and review. Any questions by any members shall be addressed to the Senior Pastor either in writing or by scheduled appointment.

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<sup>46</sup> The term “membership” or “member” is used in the Bylaws to be synonymous with “discipleship” or “disciple.”

## (2) Required Provisions of the Request

The request must state the name of the member, the reason for the request and that the information shall in no way be made public or shared with any other member in a way that will jeopardize the Church.

## (3) Confidentiality

In order to keep the records of the Church confidential, records shall not be released to any outside agency, person or entity unless due process has been served and a certified subpoena has been personally delivered. This includes the IRS, except under the provisions of section 7611 which shall be limited only to information deemed to be relevant to the inquiry being made. At all times the IRS will be expected to comply with all of the provisions of section 7611.

## (4) Denying a Request

The Congregational Council reserves the right to deny such a request for any of the following reasons:

- (a) The request is considered by the Congregational Council and deemed to be frivolous.
- (b) The member making the request has a history of having to be confronted, warned and/or disciplined for divisiveness, as prescribed in Article V, provision (5)(b) of the Church's Constitution.
- (c) The member does not adequately provide the required information on the request as stated in paragraph 1 of this article.
- (d) The person making a request is a non-member or a person whose membership was terminated.

## ARTICLE IX - GOVERNANCE

(1) The governance of this Church shall be based upon the Jethro Model <sup>47</sup> with the Senior Pastor acting as the head of the Corporation with the assistance of the Deacons and Congregational Council for the spiritual and temporal operation and management of the affairs of the Church.

(2) The Church officers shall consist as follows:

### (a) SENIOR PASTOR

- I. Minimum Qualifications: The Senior Pastor shall have been an Ordained Minister, as defined in provision (4)(c)(iv) below, for at least five years and shall have wisdom in handling the Church's affairs. He/she shall be of sound doctrine and good judgment. He/she must also cooperate with and listen to the sound advice given by the Congregational Council.
- II. Duties: The Senior Pastor shall be the head of the entire Church as provided by the Holy Scriptures.

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<sup>47</sup> Exodus 18



- a. The Senior Pastor shall preach the gospel, administer the ordinances, watch over the members and have charge of the spiritual welfare of the congregation and the services of public worship.
  - b. The Senior Pastor shall be an ex-officio member of all ministries and committees of the Church.
  - c. The Senior Pastor shall have special charge of the Pulpit Ministry of the Church and shall provide for pulpit coverage when he/she is absent.
- III. Term of Office: Subject to the termination provisions herein and except as provided for under separate contract between the Church and the Senior Pastor, the term of the Senior Pastor's office shall be the time also set forth in the written employment contract between the Church and the Senior Pastor.
- a. The Senior Pastor may be disciplined and/or terminated by the Congregational Council for cause.
  - b. Cause includes (but is not limited to): i) a substantive violation of either applicable law, the Church Bylaws, the Church Code of Ethics and/or the Church Constitution; or ii) any conduct that otherwise makes this Church leadership position problematic for the Congregation.

(b) EXECUTIVE PASTOR

- I. Minimum Qualifications: The Executive Pastor shall have been Ordained Minister, as defined in provision (4)(c)(iv) below, for at least five years and shall have wisdom in handling the Church's affairs if the Senior Pastor is out carrying on the work of the Ministry. He/she shall be of sound doctrine and good judgment. He/she will serve as chief advisor to the Senior Pastor.
- II. Duties: He/she will serve as the Executive Pastor of the Church.
  - a. He/she shall serve on the Congregational Council as a non-voting member.
  - b. He/she shall carry out the responsibilities that the Senior Pastor delegates to him/her.
  - c. Manner of Appointment: The Senior Pastor shall nominate, and the Congregational Council shall confirm the Executive Pastor to office.
- III. Term of Office: The office of the Executive Pastor shall be as set by the Congregational Council. The Executive Pastor is subject to dismissal for cause as defined in Article IX 2(a)(III)(b) above.

(c) SECRETARIES

CORPORATE SECRETARY

- I. Minimum Qualifications: The Secretary shall be a spiritually minded person and of sound judgment. He/she must be capable of handling all correspondence necessary for conducting

official Church business. He/she will also serve as the back-up for the Congregational Council Secretary and be capable of recording the minutes of Congregational Council meetings and the annual meeting, as needed.

- II. Duties: By virtue of his/her office, the Corporate Secretary shall perform clerical duties and shall be the custodian of all legal documents. The full scope of duties are maintained in the employment job description.
- III. Manner of Appointment: The Corporate Secretary is appointed by the Senior Pastor as a Church Employee. Reference Article IX (3) Church Employees.
- IV. Term of Office: The Corporate Secretary is subject to dismissal for cause as defined in Article IX 2(a)(III)(b) above.

(d) CONGREGATIONAL COUNCIL SECRETARY

- I. Minimum Qualifications: The Congregational Council Secretary shall be a spiritually minded person and of sound judgment. He/she must be capable of recording the minutes of the Congregational Council meetings, including the annual meeting.
- II. Duties: By virtue of his/her office, the Congregational Council Secretary shall keep a true and accurate record of all Congregational Council meetings, including the annual meeting of the Church.
- III. Manner of Appointment: The Congregational Council shall elect one of its members to the office of Congregational Council Secretary.
- IV. Term of Office: The term of office shall be set by the Congregational Council. Reference Article IX (5)(a).

(e) TREASURER

- I. Minimum Qualifications: The Treasurer shall be a spiritually minded person, and of sound business judgment. He/she shall be capable of doing the accounting required to maintain the Church books.
- II. Duties: By virtue of his/her office, the Treasurer shall keep, in a business-like manner, an itemized account of all receipts and disbursements of monies committed to his/her trust and shall make reports to be presented during the official Congregational Council meetings. He/she shall deposit and make withdrawals in a manner prescribed in Article III of the Bylaws.
- III. Manner of Appointment: The Congregational Council shall elect one of its members to the office of Treasurer.
- IV. Term of Office: The term of office shall be as set by the Congregational Council. The Treasurer is subject to dismissal for cause as defined in Article IX 2(a)(III)(b) above

### (3) Church Employees

Employees may be hired from time to time in order to carry out the work of the Church. The Senior Pastor must approve any employee. An employee is hired for an indefinite period of time and may be dismissed at any time by the Senior Pastor but only upon consultation with the Congregational Council.

### (4) Designated Officials

- (a) Deacons. The Church shall have as many Deacons as the Senior Pastor determines are needed to adequately serve the membership. These Deacons shall serve as long as the Church feels that he/she meets the Biblical qualifications of that office and as long as he/she serves the office well (by continuing to meet and/or exceed the qualifications listed for candidacy). The Deacons shall be ordained to their work according to Acts 6:1-8 and I Timothy 3:8-13.
- (b) Trustees. The Church shall have as many Trustees as the Senior Pastor and the Congregational Counsel mutually agree are needed to adequately serve the needs of the Church. Trustees shall maintain and care for all the material assets of the Church: upkeep of the grounds, vehicle maintenance, perform safety related inspections, maintain adequate supplies for the upkeep of the facilities, facilitate equipment maintenance, engage in asset documentation, and maintain up to date record keeping of cemetery plots and availability. Trustees shall perform financial functions, including applying proper credit for all financial donations, facilitate audits, prepare financial statements, and oversee the administration of all assets.
- (c) Ministers: The Church shall have four classes of Ministers. The Senior Pastor shall have the authority to decide who, how or if a person, not previously licensed or ordained by another church body, will be licensed or ordained by this Church as a Minister <sup>48</sup>. The Senior Pastor shall further have authority to decide if a Minister licensed or ordained by another church body shall serve in that capacity for this Church. Each class of Minister will have distinct rights and privileges; they are listed below:
  - i. Commissioned Minister: This recognition is automatically given to all believers and members of this Church. They are not authorized to perform any sacerdotal services, but primarily assist others in the Body of Christ. Individuals in this category may include, but are not limited to teachers, worship leaders, instructors, hospital and jail visitation, ministerial assistance, and lay persons.
  - ii. Chaplain: This recognition is for ministers of the gospel that are called by God and recognized by the Senior Pastor to minister primarily in prisons, hospitals, and government agencies.
  - iii. Licensed Minister: This recognition is for those who are somewhat seasoned in the ministry but need further experience. Many of these are individuals that have been working in their chosen vocation but have only been in ministry for less than three (3) years. Such persons are authorized to perform all sacerdotal services. However, this person is not in charge of a congregation. Limited authority is granted to run the affairs of the Church.

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<sup>48</sup> Matthew 16:13-19

- iv. Ordained Minister: This recognition is given to those persons who are licensed ministers and have an "established" or "proven" ministry. Ordained ministers are authorized to perform all functions of the Christian ministry and sacerdotal services and must be capable of doing so. He or she must be capable of taking charge of a congregation.

(5) Congregational Council

- (a) Term. The Term of Congregational Council members shall be three years. Each Congregational Council member shall hold office in accordance with these Bylaws, statutory law and procedures.
- (b) Number. The number of voting Congregational Council members shall not be fewer than thirteen (13).
- (c) Appointment. Three members of the Congregational Council shall be appointed by the Senior Pastor and shall consist of one representative from each of the following groups (the Deacons, Trustees and Ministers); with the remaining Congregational Council member seats chosen (via a nominating committee process as commissioned by the Congregational Council) from the Church congregation at the Church's annual meeting. In no case shall the nominating committee be comprised of a majority of Congregational Council members presently seated on the Congregational Council.
- (d) Resignation: Any Congregational Council member may resign at any time by written notice to the Chairman of the Congregational Council. If a Congregational Council member resigns before completion of their three-year term, the vacant seat(s) shall be filled by the Senior Pastor, if that council member was appointed by the Senior Pastor and the resignation is at any portion of his/her term. If the council member was chosen via a nominating committee process as commissioned by Congregational Council, made up from the Church congregation and Council and voted on by the Council and at the Church's annual meeting, then the vacant seat(s) shall be filled in this manner: with a regular or call meeting to select a nominating committee made up from the Council and the Church Congregation and to be voted on by the Council and the Church Congregation and not necessarily together or at the same time, if the resignation is at any portion of his/her term. When votes are casted, majority rules.
- (e) Church Employees: Employees of the Church are expressly prohibited from being voting members of the Congregational Council.

(6) Fiduciary Duties

- (a) All officers and employees of the Church owe legal fiduciary duties to the Church for their conduct and decisions. The following duties are emphasized of all officers and employees:
  - i. Fiduciary Duty of Care:
    - 1. This is the legal requirement that Church officials act in a manner of care as an ordinary prudent person in a like position would exercise under similar circumstances.
    - 2. In discharging this duty, an officer is entitled to rely on information, opinions, reports, or statements if prepared by persons reasonably believed to have professional or expert competence.

- ii. Fiduciary Duty of Loyalty:
  - 1. This is the legal requirement that Church officials always put the interests of the Church above all others.
  - 2. Church officials should be independent of outside influences and always seek fair dealing in decisions.
  - 3. Church officials should avoid conflicts of interests. When such a conflict is probable, Church officials should self-identify the conflict and avoid acting in a manner that is not in the best interests of the Church.

## **ARTICLE X – PASTORAL SUCCESSION**

- (1) Interim Appointment: In the event the Church needs a new Senior Pastor due to sudden death, resignation or termination for cause, an interim Senior Pastor shall be appointed by 75 percent of the Congregational Council for the duration and authority as vested unto the interim Senior Pastor as determined by the Congregational Council.
- (2) Pulpit Committee. When it is necessary to appoint a new Senior Pastor, the Congregational Council shall (upon a 75 percent vote) select an ad hoc Pulpit Committee consisting of no less than the Chairman of the Deacon Ministry, Chairman of the Trustee Ministry and representative members from the congregation.
  - (a) It shall be the duty of this Committee to take the necessary steps to secure a new Senior Pastor.
  - (b) The Committee shall investigate the merits of every candidate under consideration in regard to personal character, education, ministerial record and preaching ability in determining his/her fitness for said pastorate.
  - (c) When a suitable candidate is found, the Committee shall recommend that person to the Church for consideration.
  - (d) The call of a new Senior Pastor shall come before the Church at a regularly called business meeting; notice of such meeting and its purpose having been read from the Church pulpit on two (2) consecutive Sundays.
  - (e) A vote of a majority of the membership present and qualified to vote, following at least two (2) weeks notification to the congregation.
  - (f) Only one (1) candidate shall be presented to the Church at any one (1) regular meeting. The vote shall be made by standing vote of the congregation.
  - (g) Should the candidate recommended by the Committee fail to receive a majority vote, the Committee will be instructed to seek out another candidate; and the meeting at which the vote was taken shall be adjourned without debate.

## **ARTICLE XI - LOANS**

The Church shall have the authority to enter into transactions with banks, lenders and other providers of financial services to further its exempt purposes.

### **(1) LOANS AND MORTGAGES**

The Church must follow the guidelines set forth below in order to enter into such transactions.

- (a) In addition to a Congregational Council approved resolution, the transaction must be approved by the Senior Pastor.
- (b) The Church Congregational Council and Senior Pastor must perform their own inquiry to ensure the loan they seek is the best one available to the Church and that after meeting at arm's length, they have determined that the Church can afford such transaction, including all monthly payments and any additional expenses which may be incurred.
- (c) The closing documents must be signed by the Senior Pastor and the Corporate Secretary.

### **(2) LOANS TO OFFICERS**

The Church is not opposed to the Senior Pastor receiving a loan from the Church. However, before any such transaction is engaged, the Church must do the following:

- (a) Consult with outside counsel and ensure that the loan is not in violation of any state or federal laws.
- (b) Consult with outside counsel and receive a written opinion describing the facts and circumstances of the transaction and whether it may lead to private inurement or excess benefit transaction.
- (c) If a loan is approved, the interest rate must be in line with current rates in the area. If the rate is lower, then it must be included as pastoral compensation and reported in the Senior Pastor's year end W-2, 1099 or other statements of income.
- (d) Any loan shall not be approved until approved by the Congregational Council.

## **ARTICLE XII - PRIVACY**

(1) The Church shall diligently watch to keep private all records concerning Church work product, polity, doctrine, counseling and information on membership. The Church must not disclose any records that may compromise information about a member's attendance, membership status, giving and counseling records.

(2) Additionally, no request shall ever be released to any government authority without due process and a valid subpoena delivered by the proper government agency.

### ARTICLE XIII - CLERGY PENITENT PRIVILEGE

- (1) All licensed ministers, ordained ministers and chaplains who are recognized by this Church according to Article IX of the Bylaws must follow the rules set forth below:
- (2) When a member asks to meet with a Minister, the Minister must ask the following questions before proceeding:
  - (a) Are you seeking to communicate with me in my capacity as a Minister, in confidence, while acting in my spiritual capacity as a spiritual adviser?
  - (b) Do you intend the communication to be confidential?
  - (c) Are you seeking to confess any sins according to the discipline of this Church?
- (3) Additionally, the Minister must make the member aware that in order for clergy penitent privilege to apply, all other parties must leave the room before the session may begin.

### ARTICLE XIV - INDEMNIFICATION

- (1) Definitions for Purposes of This Article.
  - (a) Covered Person. A Covered Person shall include any person who at any time serves or has served as a Congregational Council member or officer of the Church.
  - (b) Action. An action shall include any threatened, pending, or completed civil, criminal, administrative, investigative suit or proceeding, any appeal therefrom, and any inquiry or investigation that could lead to such a suit or proceeding.
- (2) General. Except as provided in Section 5 of this Article, the Church shall indemnify a Covered Person if he/she is made, or is threatened to be made, a party to an action whether or not the action is brought by or on behalf of the Church (i.e. a derivative action), or otherwise (i.e. a direct action).
- (3) Covered Expenses. The Church may reimburse or indemnify a Covered Person against:
  - (a) All reasonable expenses, including without limitation reasonable attorney's fees, actually and necessarily incurred by him/her in connection with any pending, threatened or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, and a derivative action, seeking to hold him/her liable by reason of or arising out of his/her status as such or his/her activities in any of the foregoing capacities;
  - (b) Payments made by him/her in satisfaction of any judgment, money decree, fine, penalty or settlement (including any excise tax assessed with respect to an employee benefit plan) for which he/she may have become liable in any such action, suit or proceeding; and
  - (c) All reasonable expenses incurred in enforcing the indemnification rights provided herein.
- (4) Advanced Payment of Expenses. Covered Expenses may be paid by the Church in advance of final disposition of the action if authorized pursuant to Section 6 below. Any advance payment shall be

made only upon receipt of an undertaking by the Covered Person to repay such amount, unless it shall ultimately be determined that the Covered Person is entitled to be indemnified by the Corporation against such expense.

- (5) Standard of Care. The Church shall not indemnify a Covered Person for Covered Expenses if his/her acts or omissions were, at the time taken, known or believed by him/her to be clearly in conflict with the best interest of the Church, or if he/she received an improper personal benefit.
- (6) Determination and Evaluation of Indemnification. The determination to indemnify a Covered Person, and the amount and terms of the indemnification shall be made:
  - (a) By the Congregational Council by majority vote of a quorum consisting of Congregational Council members not at the time parties to the action;
  - (b) If a quorum cannot be obtained under subdivision (a), by majority vote of a committee duly designated by the Congregational Council (in which designated Congregational Council members who are parties may participate), consisting solely of two or more Congregational Council members not at the time parties to the action;
  - (c) If a quorum of the Congregational Council cannot be obtained under subdivision (a) and a committee cannot be designated under subdivision (b), then by special legal counsel selected by a majority vote of the full Congregational Council (in which selected Congregational Council members who are parties may participate).
  - (d) Evaluation as to reasonableness of expenses shall be made in the same manner as the determination that indemnification is permissible, except that if the determination is made by special legal counsel, authorization of indemnification and evaluation as to reasonableness of expenses shall be made by those entitled under subdivision (c) above to select counsel.
- (7) Reliance. Any Covered Person who serves or has served in any of the aforesaid capacities for or on behalf of the Church shall be deemed to be doing or to have done so in reliance upon, and as consideration for, the rights of reimbursement and indemnification provided for herein. Such rights of reimbursement and indemnification shall inure to the benefit of the legal representatives of such Covered Persons and shall include amounts paid in settlement.
- (8) Non-exclusivity. The rights provided for herein shall not be exclusive of any other rights to which the Covered Person may be entitled, including, without limitations, statutory rights to indemnification and benefits under policies of insurance.
- (9) The Church may, in its sole discretion, wholly or partially indemnify and advance expenses to any employee or agent of the Church to the same extent as provided herein for Covered Persons.

## **V. ARTICLE XV - CHURCH YEAR**

The fiscal year of the Church shall be the calendar year.



## VI. ARTICLE XVI - RECORDS

The Corporation shall keep adequate and correct books of accounts, written minutes of the proceedings of its meetings for Church departments, ministries and Congregational Council; and a record of each member's name and address.

## ARTICLE XVII - CHRISTIAN MARRIAGE AND FAMILIES

- (1) Church Subject to Biblical Christian Authority on Marriages. The Church follows the living, holy and God inspired Bible as God's instructive manual for all followers of Jesus Christ. The Bible is the authority under which the Church makes all ministry operating decisions and all Church conduct and policies must be consistent with Bible Scripture (2 Timothy 3: 16-17). The Church and the Church's members shall serve and be used for Biblical principles and shall not be used for an ungodly, un-Biblical purpose such as performing non-Christian marriages; even if under government duress.
- (2) Biblical Teaching on Marriage. The Book of Genesis in the Bible shows that the Christian concept of marriage is based on God's revelation of the origin of human life on earth where God declares that His creation was "very good" after He declared that it was not good for man to be alone and He created Eve to make them complete as a husband and wife, man and woman.
- (3) Church's Acceptance of God's Word Over Man's Anti-Biblical Laws. The Church accepts this Biblical covenant of marriage as it has existed from the first man forward and which precedes any governmental laws regulating the marriage unit that God created. The Biblical concept is that marriage is an emotional, physical and spiritual union between one man and one woman who become one flesh together when they join as husband and wife. In Mark 10:2-9, Jesus clearly states that God's plan and view of marriage involves only the union of a man and a woman in matrimony that is holy and acceptable to God. The husband and wife marriage relationship reflects the Church's relationship with God. In Ephesians 5, husbands are commanded to love their wives as Christ loves the church, to be willing to die for them; and wives are called to respect their husbands as the head of the family, just as Christ's body (His Church) is called to respect Christ as head of the church in all regards. The Church respects Christ as the Head of the Church and will follow only the Bible's teachings on marriage regardless of what any secular government might otherwise attempt to command.
- (4) Biblical Teachings on Non-Christian Marriages. The Church's policy regarding Christian marriage and refusing to accept any proclamation that same sex marriage is acceptable is based on the Bible's clear teaching that homosexuality is a sin. All sexual relationships other than between a man and a woman married to each other are condemned in the Bible. Leviticus 8:22, 26:15-56; Romans 1:24-25 and I Corinthians 5:9-13, 6:9-12, 15-20.
- (5) No Compromise of the Truth. The Church accepts God's Word as the ultimate truth over all the laws, reasoning and thoughts of man. The Church will not compromise God's truths regardless of society's or the government's pressure to accept decisions and values that are not acceptable to God. The Church stands on the Biblical example of Peter and John who continued to obey God and preach the truths of His Word even after the governing authorities commanded them to stop preaching the truths about Jesus Christ. Act 4:19-20.

- (6) Rejection of Contrary “Marriages”. The Church accepts the Biblical definition of marriage as a covenant relationship between one man with one woman in the presence and love and blessings of God and excluding all others. No other relationship is acceptable as marriage in God’s sight. The Church will not allow, recognize, participate in or support any other concept or definition of marriage. Any relationship between two men or two women in any claimed marriage, domestic partnership, domestic unit or other relationship proclaimed equivalent to a marriage by any local, state or federal governmental entity or otherwise is contrary to God’s Word and shall not be recognized by the Church.
- (7) Policies for Church Staff and Properties. For the afore-stated reasons, and given the place of honor and holiness that marriage is given in the Bible, the Church adopts the following policies:
- (a) Ministers and Deacons. The Church shall have no Elders, Ministerial staff or Deacons who do not verify that they personally affirm the truths set forth herein and agree to comply with the same. Any Elder, minister or Deacon of the Church who performs any same sex wedding ceremony shall be promptly removed from his/her office consistent with these Bylaws for conduct that celebrates a marital decision to live contrary to God’s revealed truth.
- (b) Members. No Church Member shall hold himself/herself out as a representative or agent of the Church at any same-sex marriage ceremony or event.
- (c) Preventing Other Ministers from Conducting Ceremonies. All persons who are not members of the Church shall be prohibited from performing any wedding ceremonies on the Church’s premises.
- (d) Prohibiting Church Properties from Such Use. No marriage ceremony shall be conducted at or on any Church property unless first approved in a manner consistent with these Bylaws and unless it involves a Christian marriage between one man and one woman as set forth herein. No event will be allowed on Church property that proclaims or endorses the acceptability of any alleged marital relationship contrary to the Biblical truths set forth herein.
- (e) Wedding Applicants. All persons desiring to be married on or off any Church property by the Senior Pastor ceremony shall be required to complete pre-marital counseling with either the Senior Pastor or the Senior Pastor’s designee (who shall be designated in the Senior Pastor’s sole discretion). No marriage or other ceremony shall be performed for any couple who is not qualified in accordance with the Church’s policies on marriage and these Bylaws. The Senior Pastor or Senior Pastor’s designee who conducts the pre-marital counseling has discretionary authority to decide that in the Senior Pastor’s (or Senior Pastor’s designee’s) judgment, the couple is not ready for or should not be married either on any Church property or by any Church Elder or Minister. The Senior Pastor shall decide, in the Senior Pastor’s sole discretion but in conformity with these Bylaws, whether or not the Church will allow the marriage to be held at the Church, to be performed by a Church Elder or Minister, or to allow any Deacon to participate and will so advise the couple.

- (8) **Right to Deny Applicants.** The Church reserves the right to refuse to allow any pastor or minister to participate in a wedding or other ministry event on any Church property. The Church reserves the right to refuse to allow use of any Church property or facilities to perform any wedding ceremony or other event that, in the Senior Pastor’s sole discretion, is inconsistent with the Church’s purpose and/or contrary to Biblical standards for marriage and with the Church’s Bylaws.
- (9) **Gender determination:** Man (male) and Woman (female) -as defined at birth.

## **VII. ARTICLE XVIII - CONTRACTS AND LOANS**

- (1) **Contracts.** The Senior Pastor and the Corporate Secretary are authorized to execute and deliver any instrument on behalf of the Corporation, and such authority may be general or confined to specific instances.
- (2) **Loans.** No loans shall be contracted on behalf of the Church and no evidence of indebtedness shall be issued in its name unless authorized by the Senior Pastor and Congregational Council. Such authority may be general or confined to specific instances.

## **ARTICLE XIX – GENERAL PROVISIONS**

- (1) **Seal.** The seal of the Church shall bear the following inscription and an impression of the same shall be affixed to these Bylaws.

WAKE CHAPEL CHURCH, INC.  
SEAL  
NORTH CAROLINA

- (2) **Waiver of Notice.** Whenever any notice is required to be given to the Congregational Council under the provisions of the North Carolina Nonprofit Corporation Act or under the provisions of the Charter or Bylaws of this Church, a waiver thereof in writing signed by the individual entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.
- (3) **Inconsistencies.** In case any provision of these Bylaws shall be inconsistent with the Articles of Incorporation, the Articles of Incorporation shall govern.
- (4) **Unless otherwise stated herein these Bylaws and Constitution, all references to Congregational Council approval shall mean a simple majority vote of the Congregational Council.**

## ARTICLE XX - AMENDMENTS

(1) Amendments to the Bylaws may be made upon notice to the Church and by a 75 percent vote of the Congregational Council.

(2) These Bylaws adopted on this day make null and void all prior addendums and these Bylaws supersede and replace all previous Bylaws voted on prior to this day.

Signed and certified this 9<sup>th</sup> day of January 2023, to be effective immediately.

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Senior Pastor – Sharon Dean  
Wake Chapel Church, Inc.

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Secretary – Gennine Gilchrist  
Corporate Secretary  
Wake Chapel Church, Inc.

CERTIFICATE

The foregoing Wake Chapel Church, Inc. Constitution & Bylaws (A Complete Restatement 2020) were duly approved by vote of the Wake Chapel Church, Inc. Membership on January 9, 2023, and are herein duly adopted by the Wake Chapel Church, Inc. Congregational Council on this day of January 9, 2023.

\_\_\_\_\_  
Sharon Dean –Senior Pastor

\_\_\_\_\_  
Renee Oliver

\_\_\_\_\_  
Maurice Smith - Chairman

\_\_\_\_\_  
Clayton Morgan

\_\_\_\_\_  
Malcolm Pratt – Vice Chairman

\_\_\_\_\_  
Stephanie Helms Pickett

\_\_\_\_\_  
Bernadine Cobb

\_\_\_\_\_  
Anthony Taylor

\_\_\_\_\_  
Tanisha Stevens

\_\_\_\_\_  
Jerome Reid

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Leonard King

\_\_\_\_\_  
Louis Clark

\_\_\_\_\_  
Linwood Peele

\_\_\_\_\_  
Rickey Matthews