

**BYLAWS
of
GracePointe Baptist Church**

an Alabama Nonprofit Religious Corporation

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of the Corporation is GracePointe Baptist Church. This Corporation will be further referred to in the Bylaws as the "Church." The Church maintains its principal office at 2940 Winchester Rd., New Market, Alabama. The Elder Team of the Church shall have full power and authority to change the principal office from one location to another. Any change of this location shall be recorded by the Secretary of the Corporation on these Bylaws opposite this section, or this section may be amended to state the new location.

ARTICLE II

GLOSSARY OF TERMS

The following terms shall have the following meanings ascribed to them for use in these Bylaws:

Active Members ó is defined in Article VII, Section III.

Active/Resident Members ó is defined in Article VII, Section III.

Board ó is defined in Article X, Section I.

Business Meeting ó is defined in Article VIII, Section II.

Bylaws ó is this document, as it may be amended from time to time.

Church ó is GracePointe Baptist Church

Clerk - is defined in Article IX, Section V

CPA ó is defined in Article XII, Section IV.

Corporation ó is GracePointe Church

Deacon ó is defined in Article IX, Section IV

Elder ó is defined in Article IX, Section II.

Elder Team ó is defined in Article X, Section I.

Finance Team ó is defined in Article X, Section II

General Meeting ó is defined in Article VIII, Section I.

Lead Pastor(s) ó is defined in Article IX, Section III.

Member ó is defined in Article VII, Section I.

Membership ó is defined in Article VII., Section I.

Membership Covenant ó is a covenant made between the Church and a Member. Members and the Church remain accountable to the Membership Covenant actually affirmed by the Member and affirmed by an Elder of the Church or a designee of the Elder Team. The Elder Team may alter the content of the Membership Covenant for future Members or existing Members choosing to become accountable to the altered Membership Covenant.

Ministry Management Team ó is defined in Article X, Section III.

Ministry Team Leaders - is defined in Article IX, Section VI

Mission ó as defined in Article III.

Non-Resident Members ó is defined in Article VII, Section III.

Officers ó is defined in Article IX, Section V.

President ó is defined in Article IX, Section V

Quorum ó is defined in Article VIII, Section V.

Resident Members ó is defined in Article VII, Section III.

Secretary - is defined in Article IX, Section V

Scripture ó as used herein means the collection of sacred books organized within what are generally recognized in the protestant faith and practice of the Christian religion as the Old and New Testaments, together known as the Bible. The description and uses of Scriptures stated in *The Baptist Faith and Message*, adopted by the Southern Baptist Convention, in 2000 are incorporated herein by reference. Within these Bylaws öScriptureö is also referred to as Bible, Holy Bible and Word of God.

Special Business Meeting ó is defined in Article VIII, Section III.

Staff Elder ó is defined in Article IX, Section III, 2.

Staff Members ó is defined in Article IX, Section VII.

Treasurer - is defined in Article IX, Section V

Underage Members ó is defined in Article VII, Section III.

Vice President ó is defined in Article IX, Section V

ARTICLE III

PURPOSE, MISSION AND PRIORITIES

The purpose of the Church is to bring glory to God by completing the work He has given us to do (John 17:4). The Mission of the Church is to help every person discover and develop a life-changing relationship with Jesus Christ as we grow together in grace and truth (Matthew 28:18-20). The core values of the Church are as follows:

SECTION I: Biblical Authority

The Bible is the Word of God and we recognize it as the final authority for our lives. Christ is the head of the church and He gives vision and direction consistent with the Scriptures. We are committed to communicating God's Word in a way that ministers grace and urges obedience. (2 Timothy 3:16-17, I Peter 5:1-3 & Hebrews 13:17)

SECTION II: God's Glory & Power

Every real and lasting accomplishment is the work of God, therefore, He alone receives all the credit. We are committed to being God-centered rather than person-centered. We will depend on God's power and provision to accomplish everything He calls us to do for His glory. (2 Corinthians 10:17, Psalm 20:7 & Matthew 19:26)

SECTION III: Intimacy with God

God created us and loves us deeply. Through Jesus we are able to have a personal relationship with God. Our love for Him grows as we daily fellowship with God through prayer, listen to Him through His Word and live as He commands. (Mark 12:30, John 15:5 & John 17:3)

SECTION IV: Strengthen Families

The first relational structure God established was the family. Our commitment is to build strong nurturing families that will pass on a legacy of faith in Jesus Christ for generations to come. (Ephesians 5:31-6:4)

SECTION V: Authentic & Loving Relationships

God created us to have meaningful relationships and love each other regardless of race, gender, or social standing. Our lives will be enriched and others will be drawn to Christ as we invest time getting to know each other, meeting needs, and being vulnerable and accountable. (John 15:12, Acts 2:42-46, Galatians 3:28, James 2:1-9 & Matthew 20:1-16)

SECTION VI: Invite Others to Follow Jesus

Forgiveness of sin and life God gives us in Christ lasts forever! This good news is too wonderful for us to keep to ourselves and is most effectively shared through personal relationships. Sharing the good news of Jesus is both the responsibility and privilege of every believer.
(2 Corinthians 5:20-21 & Matthew 28:18-20)

SECTION VII: **Nurture toward Maturity in Christ**

Recognizing our dependence upon the Holy Spirit, we will intentionally nurture every believer toward becoming more like Christ in his or her character and priorities.
(Ephesians 4:12-13 & Matthew 6:33)

SECTION VIII: **Serve & Give Joyfully**

Jesus came to serve and to give. He has entrusted His followers with spiritual gifts and resources so that every member can minister for the common good of the church as well as care for the poor, needy, widows and orphans.
(Mark 10:45, 1 Corinthians 12:4-7, 1 Peter 4:10, 2 Corinthians 9:7 & James 1:27)

SECTION IX: **Reproduce**

Jesus told his followers to keep passing on to others what He had taught them. Therefore, God's plan for growing His eternal family all over the world is that maturing believers would keep helping others know and follow Jesus Christ. Reproduction includes evangelism, discipleship through mentoring, sending missionaries, and starting new churches.
(2 Timothy 2:2 & Acts 1:8)

ARTICLE IV

STATEMENTS

Because we are not able to anticipate every doctrinal matter that the Church may encounter, the following Statements are not represented as exhaustive of our beliefs. For the purposes of the Church's faith, doctrine, policy and discipline, the Elder Team is the Church's final interpretive authority on Scripture's meaning and application. However, this responsibility of the Elder Team relative to the Church does not supersede the individual responsibility of each Member or any other person to be accountable to God for their understanding of Scripture.

SECTION I: **Statement of Faith**

In doctrinal matters, the Church strives for three things: (1) In essential matters, unity. (2) In non-essential issues, liberty. (3) In all things, love. We affirm the Holy Bible as the inspired Word of God, and as the only basis for our beliefs. The doctrinal statement and stance of the Church shall be consistent with the articles stated in *The Baptist Faith and Message*, adopted by the Southern Baptist Convention, in 2000.

SECTION II: **Statement on Marriage, Gender, and Sexuality**

We believe that God wonderfully and immutably creates each person as male (ōmanö) or female (ōwomanö). These two distinct, complementary genders together reflect the image and nature of God. (Gen 1:26-27, Matt 19:4-6.) Rejection of one's biological sex is a rejection of the image of God within that person.

We believe that the term ōmarriageö has only one meaning: the uniting of one man and one woman in a single, exclusive union, as delineated in Scripture. (Gen 2:18-25.) We believe that God intends sexual intimacy to occur only between a man and a woman who are married to each other. (1 Cor 6:18; 7:2-5; Heb 13:4.) We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage.

We believe that any form of sexual immorality (including but not limited to adultery, fornication, homosexual behavior, bisexual conduct, bestiality, incest, and use of pornography) is sinful and offensive to God. (Matt 15:18-20; 1 Cor 6:9-10.)

We believe that God offers redemption and restoration to all who confess and forsake their sin ō whether sexually immoral or any other form of sin, seeking His mercy and forgiveness through Jesus Christ. (Acts 3:19-21; Rom 10:9-10; 1 Cor 6:9-11.)

We believe that in order to preserve the function and integrity of the Church as the local Body of Christ, and to provide a biblical role model to the community, it is imperative that all Members and all other persons employed by the Church in any capacity, or who serve as volunteers, agree to and abide by this Statement on Marriage, Gender, and Sexuality. (Matt 5:16; Phil 2:14-16; 1Thess 5:22.)

We believe that every person must be afforded compassion, love, kindness, respect, and dignity. (Mark 12:28-31; Luke 6:31.) Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and are not in accord with Scripture nor the doctrines of the Church.

SECTION III: **Statement on the Sanctity of Human Life**

We believe that all human life is sacred and created by God in His image. Human life is of inestimable worth in all its dimensions, including pre-born babies, the aged, the physically or mentally challenged, and every other stage or condition from conception through death. We are therefore called to defend, protect, and value all human life. (Ps 139).

ARTICLE V

AFFILIATION

This 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, this Church voluntarily affiliates with the Southern Baptist Convention in its national, state and local expressions.

ARTICLE VI

ORDINANCES

SECTION I: **General**

The Church recognizes two ordinances: Baptism and the Lord's Supper.

SECTION II: **Baptism**

The Church shall receive for baptism any person who has received Jesus Christ as Savior by personal faith and who indicates a commitment to follow Christ as Lord. Baptism shall be by immersion in water. The Elders, or whomever the Elder Team authorize, shall administer baptism. Baptismal services shall be scheduled at the discretion of the Ministry Management Team.

SECTION III: **The Lord's Supper**

The Church shall observe the Lord's Supper in keeping with the commands of the Bible at such times as the Ministry Management Team deems appropriate. All who know Jesus Christ as Lord and Savior will be invited to participate.

ARTICLE VII

MEMBERSHIP

SECTION I: **General**

The New Testament identifies all who have placed faith in Christ for salvation as being of the Church Universal while also presenting a picture of definable groups of people who, once committed to the Lord, identified themselves with and committed themselves to a particular local body. (Acts 2:42-46; Romans 16:1; 1 Corinthians 1:2; 2 Corinthians 8:1; Philippians 1:1; Acts 11:26)

Membership in this Church shall consist of all persons who have met the qualifications for Membership (see Section II of Article VII) and are listed on the Membership roll. Each person meeting these requirements shall be herein referred to as "Member".

SECTION II: **Qualification for Membership**

1. A personal commitment of faith in Jesus Christ for salvation.
2. Baptism by immersion as a testimony of salvation.
3. Completion of the Church Membership class.(*)
4. Verbal affirmation of the Membership Covenant.(*)

(* Does not apply to Underage Members.)

SECTION III: Categories of Membership

Membership of the Church shall be accounted for in three classes of Members: Active/Resident Members, Underage Members, and Non-Resident Members. Active/Resident Members are those Members who are 16 years of age or older, reside within the area served by the Church (õResident Membersö) or are currently active in the Church (õActive Membersö). Underage Members are Active / Resident Members who have not attained the age of 16 and have not completed the Church Membership class nor committed to the Membership Covenant. Non-Resident Members are those Members who reside outside of the area served by the Church so that it is impractical for them to attend the services of the Church and have not joined another church. The rights and privileges of Resident Members and Non-Resident Members shall be identical except that only Active/Resident Members shall be entitled to vote.

SECTION IV: Responsibilities of Membership

In response to the biblical pattern of leadership, Members of the Church shall lovingly support their leaders and submit to their leadership ó the Elders and the Lead Pastor(s) ó as taught in Scripture. (Heb. 13:17, 1 Thess. 5:12-13). Further detail to the responsibilities of Membership are described in the Membership Covenant.

SECTION V: Voting Rights of Membership

Every Active/Resident Member shall have the right to vote on the following matters:

- the affirmation of Elders, as provided in Article IX, Section II, below;
- the affirmation of Deacons, as provided in Article IX, Section IV;
- the disposition of all or substantially all of the assets of the Church - except the disposition of assets that is usual and customary in the on-going operation of the Church, as provided in Article VIII, Section IV, below;
- the merger or dissolution of the Church, as provided in Article VIII, Section IV, below;
- the acquisition of real property and related indebtedness, as provided in Article XIII, Section II, below;
- the use of Church assets, whether real or personal, valued at \$50,000 or more to secure any indebtedness, as provided in Article VIII, Section IV, below;
- amendments to the Articles of Incorporation or Bylaws of the Church, as provided in Article XVI, below;
- the calling of a Lead Pastor, as provided in Article IX, Section III, below;
- the termination of employment of a Lead Pastor, as provided in Article IX, Section III, below;
- the additions to the agenda of a Business Meeting, as provided in Article VIII Section II, below.

Each Active/Resident Member who has a right to vote is entitled to one vote each time a vote is called for if they are present at the meeting when the vote is called for. Voting shall occur at a

place and time and by means established by the Elder Team from time to time. Voting by proxy is prohibited. Unless otherwise provided herein, matters may be decided by a simple majority of the votes cast in any Business Meeting or Special Business Meeting.

SECTION VI: Termination of Membership

Members shall be removed from the Church roll for the following reasons:

1. Death.
2. Transfer of Membership to another church of like faith and order.
3. Notification that the Member has joined another church of a different faith and order.
4. Personal request of the Member.
5. Dismissal by the Elder Team because the Member's life and conduct not being in accordance with the Membership Covenant in such a way that the Member hinders the ministry influence of the Church in the community. Procedures for the dismissal of a Member shall be according to Matthew 18:15-17.

Additionally, Members may be removed from the Church roll for lapse of contact with the Church for one year, regardless of the category of Membership.

SECTION VII: Restoration of Membership

Former Members dismissed by the Elder Team shall be eligible to have Membership restored by the Elder Team according to the spirit of 2 Corinthians 2:7-8, when their life-styles are characterized as being in accordance with the Membership Covenant, as solely determined by the Elder Team.

SECTION VIII: Non-Liability of Membership

No Member shall be personally liable for the debts, obligations or liabilities, whether direct or indirect, of the Church solely because of their Membership.

ARTICLE VIII **Membership Meetings**

SECTION I: General Meetings

The Church shall hold meetings for worship, ministry, discipleship, evangelism and fellowship. Meetings shall be held at the principal office of the Church or at such other place or places within or outside the area served by the Church, as may be designated from time to time by the Ministry Management Team.

SECTION II: Business Meetings

A business meeting of the Members shall be held in December of each year at such time as determined by the Ministry Management Team. The primary purpose of this meeting shall be to present an annual budget for the next year of Church operation and ask for an indication of

support from the Members present. Subject to Section IV of this Article and Section VII of Article VI, any other business of the Church may be conducted at this meeting, as approved by the Elder Team or a majority vote of the Active / Resident Members attending the meeting.

SECTION III: Special Business Meetings

Special business meetings may be called at any time by the Ministry Management Team or the Elders for any purpose by giving notice to the Members in accordance with Section IV of this Article and Section V of Article VII.

SECTION IV: Notice Requirements for Membership Meetings

1. **General Requirements:** Whenever Members are required or permitted to take any action at a meeting, notice shall be given to Members no less than two (2) weeks prior to a meeting. Notification of Membership meetings shall be given in any of the following manners which shall be deemed to be a reasonable method of calling a Membership meeting:
 - a. Distribution of written material to the Members in attendance at a General Meeting, such as a Sunday service.
 - b. Announcement of the meeting in the Church newsletter, if one is regularly produced, whether printed and mailed or electronically distributed.
 - c. Oral announcement to the Members in attendance at a General Meeting, such as a Sunday service.
 - d. Sent by United States mail to each Active/Resident Member identified on the Membership roll.
2. **Notice of Certain Agenda Items:** The following items may only appear on a meeting agenda for a vote if they were included in the notice of the meeting and the notice requirements for Membership Meetings have been fully complied with, as specified in ARTICLE VIII, SECTION IV, 1. of these Bylaws.
 - a. Calling or removing a Lead Pastor.
 - b. Amending the Articles of Incorporation.
 - c. Adopting, amending or repealing Bylaws.
 - d. Disposing of all or substantially all of the Church's assets.
 - e. Adopting or amending a merger agreement;

- f. Approving the acquisition of real property and related indebtedness; or
- g. the use of Church assets, whether real or personal, valued at \$50,000 or more to secure any indebtedness,

SECTION V: Quorum

Those Active/Resident Members present at a meeting duly noticed and called shall constitute a quorum of the Membership for the transaction of business.

ARTICLE IX

CHURCH LEADERS

SECTION I: General

The leadership structure of the Church is based upon the nature of the church as revealed in Scripture, as well as the necessary legal requirements for a recognized religious organization. The leadership structure of the Church is designed to afford four things: faithfulness to the Bible, growth, effectiveness, and unity. A simple structure with a goal of making wise decisions and having significant results will preserve more time and energy for life-changing ministry to take place. The Church structure is designed to have less people involved in maintenance and more people involved in ministry. The Church structure also strives to put decision making in the hands of those who are doing the ministry.

Jesus Christ is Head of the Church (Colossians 1:18; Ephesians 1:22-23). For the purpose of order, and in accordance with Scripture, certain individuals have been entrusted with leadership according to their spiritual giftedness and calling (Ephesians 4:11-13). Two groups of people direct the ministries of the Church. Those groups are the Elder Team and the Ministry Management Team. These leaders shall seek to reflect the priorities of Christ in all they do and how they do it. No decision shall ever be made that would knowingly contradict any of Jesus' teaching.

The Elders are Members of the Church who provide general watch-care and oversight. They continually evaluate the teaching ministry of the Church and review major ministry decisions and approval of strategic goals. They use their wisdom, discernment and shepherding gifts to ensure the Church remains on a true course biblically. Scripture indicates that the ultimate decision-making authority in the Church rests with the elders; it shall be the case for the Church, also.

The Lead Pastor(s), or his designate, oversees day-to-day operations of the Church, and provides the vision for future direction of the Church. The Lead Pastor(s) may pursue these responsibilities through Staff Members, who may be paid compensation so that they can devote

the best hours of their day to building ministries and direct the Church as a whole, and / or through Ministry Team Leaders. The Staff Members, by accepting and fulfilling assigned responsibilities, support the strategies and priorities determined by the Lead Pastor(s). The Staff Members are expected to build and coordinate teams of volunteers so that effective ministry can happen.

In general, the Staff Members directs the ministries of the Church with overall leadership provided by the Lead Pastor(s); and all the activities of the Church are carried out under the watch-care and supervision of the Elder Team.

SECTION II: Elders

1. **The Role of Elders:** The New Testament is clear that the church is to be led by a plurality of godly leaders under the oversight and watch-care of elders. The elders are given ultimate responsibility and authority to see:
- that the church remains on a true course biblically,
 - that its Members are being appropriately shepherded,
 - that the congregation of Members is being fed spiritually, through insightful and accurate biblical teaching, and
 - that the life of the church is being well managed with the assistance of other competent and godly leaders.

They are to:

- care about the spiritual, emotional and physical well-being of the Lead Pastor(s),
- care about the spiritual, emotional and physical well-being of Members,
- regularly pray for the sick,
- guard the church against harmful influences,
- confront those who are contradicting biblical truth or who are continuing in a pattern of sinful behavior. In doing so, they are to keep closing potential entrances for Satan, so that the truth of Christ will remain credible to both the congregation and the community (1 Peter 5:1-4, Acts 20:28-31, Titus 1:9, James 5:14).

2. **Biblical Qualification for Elders:** Elder qualifications are summarized in 1 Timothy 3:2-7 and Titus 1:6-9:

- a. *Above reproach* - Elders must lead by example and demonstrate a lifestyle free of patterns of sin.
- b. *Husband of one wife* - Elders, if married, must be devoted husbands (See ARTICLE IX, SECTION IV, 2b).
- c. *Temperate* - Elders must be self-controlled, enslaved to nothing, free from excesses.
- d. *Prudent* - Elders must be sober, sensible, wise, balanced in judgment, not given to quick, superficial decisions based on immature thinking.

- e. *Respectable* - Elders must demonstrate a well-ordered life and honorable behavior.
- f. *Hospitable* - Elders must be unselfish with their personal resources. They must be willing to share blessings with others.
- g. *Able to teach* - Elders must be able to communicate truth and sound doctrine in a non-argumentative way.
- h. *Not addicted to wine* - Elders must be free from addictions and willing to limit their liberty for the sake of others.
- i. *Not quick tempered* - Elders must be gentle, patient and able to exercise self-control in difficult situations.
- j. *Not contentious* - Elders must not be given to quarreling or selfish argumentation.
- k. *Free from the love of money* - Elders must not be stingy, greedy, out for sordid gain, or preoccupied with amassing material things.
- l. *Manage own household* - Elders must have a well-ordered household and healthy family life.
- m. *Not a new convert* - Elders must not be new believers. They must have been Christians for long enough to demonstrate the reality of their conversation and depth of their spirituality.
- n. *Good reputation with outsiders* - Elders must be well-respected by unbelievers and free from hypocrisy.
- o. *Not self-willed* - Elders must not be stubborn, prone to force opinions on others or abuse authority. They must be servants.
- p. *Loving what is good* - Elders must desire the will of God in every decision.
- q. *Just* - Elders must desire to be fair and impartial. Their judgments must be based on scriptural principals.
- r. *Devout* - Elders must be devoted Christ followers seeking to be conformed to His image. They must be committed to prayer, worship, the study of Scripture and the guarding of their own walk.
- s. *Holding fast the faithful Word* - Elders must be stable in faith, obedient to the Word of God, continually seeking to be controlled by the Holy Spirit.

3. **Selection of Elders:** Scripture gives evidence of the first elders being appointed by the founders of the church. By this example it is implied that the existing spiritual leadership

of a church be intimately involved in the process of selecting elders to ensure selection based on spiritual rather than superficial qualifications. Beyond this, there are no specific guidelines given regarding the selection process. It would therefore appear that freedom is given to the individual church to develop a process that will best serve its own special needs and situations (Acts 14:21, Titus 1:2).

In September of each year, the Elders will prayerfully evaluate the strengths and weaknesses of the Elder Team and determine if additional Elders are needed and the particular gifts that would make the Elder Team stronger. If the Elder Team determines that additional Elders are needed, they shall initiate the following process for Elder selection:

- a. The Elder Team will advise Staff Members and Members of the particular gifts that would make the Elder Team stronger.
- b. Staff Members and Members will be asked to pray and submit to the Elder Team the names of men they believe meet the biblical qualification of an elder and whom they would be willing to follow as an Elder.
- c. With the biblical qualifications in mind, the Elder Team shall unanimously agree on the man or men in the Church that would most effectively strengthen the Elder Team.
- d. The potential Elder(s) shall be urged to engage in self-appraisal and personal evaluation in light of scriptural qualifications. Any man may withdraw his name from further consideration at that point if he does not aspire to the ministry of Elder (1 Tim. 3:1).
- e. The Elder Team shall thoroughly examine the remaining Elder candidates to make sure each is biblically qualified and can effectively serve.
- f. The name(s) of the prospective Elder(s) shall be notified to the Active/Resident Members of the Church, who will be given 30 days to show cause why the prospective Elder(s) would not be qualified to serve, if any is known by them. Consistent with Matt. 18:15 and Matt. 5:24, any Member with such "cause" must first express his or her concern to the prospective Elder and then must also express his or her concern to the Elder Team for consideration, unless the prospective Elder has withdrawn his name from further consideration.
- g. At the end of the 30 day period, the prospective Elder(s) will be presented in a Church meeting to the Active/Resident Members of the Church for approval by majority vote of the Active/Resident Members in attendance, and for a service of dedication. Such time of affirmation and dedication shall occur every year, whether to affirm new Elder(s) or reaffirm the service of the existing Elders.

The whole process of selection shall begin in September of each year, and take three to four months. In the event of vacancy or special need, the Elder Team may re-initiate the whole process as they deem necessary.

4. Term of Elders: Since Scripture indicates no fixed term for elders, no specific fixed term of office is established. Instead, each Elder, upon appointment, shall be asked for a one-year commitment, subject to review, recommitment, and reaffirmation by the Active/Resident Church Members each subsequent year.

During the period of annual review, both each individual Elder and the Elder Team shall evaluate each Elder's service as an Elder, again considering the biblical qualifications as well as any personal factors that might affect his service. If an Elder has a biblically based reason that another Elder should not be reaffirmed as an Elder, then, consistent with Matt. 18:15 and Matt. 5:24, he must first express his concern to the subject Elder and then must also express his concern to the Elder Team for consideration, unless the subject Elder has withdrawn his name from further consideration.

An individual's service as an Elder may be discontinued by his own decision, by the unanimous decision of the other Elders or a decision of the Church not to reaffirm.

An individual's service as an Elder shall be immediately discontinued if the Elder is under Church discipline.

Those Elders renewing their commitment would again be presented to the Active / Resident Members of the Church for affirmation and dedication by January of each year. A person's leaving the Elders would not preclude his service as a future Elder, subject to the Elder selection process proscribed herein.

SECTION III: Lead Pastor(s)

1. **The Role of Lead Pastor(s):** The Lead Pastor(s) is accountable to the Elder Team. The Lead Pastor(s) is to be a biblically qualified and spiritually gifted servant leader of the Church. Membership in the Church and the role of Elder shall be conferred upon the Lead Pastor upon 1) his acceptance of the Church's call to serve in the capacity of Lead Pastor, 2) his commitment to the Membership Covenant and 3) his assumption of duties of Lead Pastor. Consistent with the New Testament concept of spiritual gifts, the Lead Pastor(s), like other Members of the Church, is uniquely gifted and should seek to minister primarily within his gift area. In addition to his pastoring role as an Elder, the Lead Pastor(s) is primarily responsible:

- to teach the Word of God
- to provide strategic leadership by recommending the strategic direction to the Elder Team and by providing tactical leadership of the Ministry Management Team.
- to communicate the approved strategic direction, thereby casting a vision, to the Members for the Church.

The Lead Pastor's goal is to help develop mature believers through insightful and accurate presentation of biblical truth, equipping them to be ministers in the body of Christ, as that term is used in the New Testament (1Cor. 12:27, Eph. 4:12). He must

strive to teach and lead by word and example, and must stress both the understanding and the application of God's Word.

The Lead Pastor shall be primarily responsible for all areas of ministry, except those ascribed to the Elders. To fulfill these broad responsibilities the Lead Pastor is expected to develop staff and Ministry Team Leaders and exercise effective leadership of them. Financial and other resources entrusted to the Church shall serve as a limit to the capacity to minister through others.

Teaching within the body shall not be limited to the Lead Pastor. The New Testament emphasizes the need for teaching Elders and/or the utilization of other Members who are gifted in this area, thereby providing a variety of input and role models.

2. **The Termination of Employment of the Lead Pastor(s):** A Lead Pastor shall continue to serve until the relationship is ended by resignation or termination by the affirmative vote of two-thirds of Active/Resident Members in attendance at and voting in a Special Business Meeting of the Church called for such purpose according to Article VIII, Section III of these Bylaws.

Upon resignation or termination of employment of the Lead Pastor, the remaining members of the Ministry Management Team begin reporting to the Chairman of the Elder Team, or another Elder of his designation, the Staff Elder. The Staff Elder shall function as a part of the interim Ministry Management Team until his role is replaced by the new Lead Pastor.

3. **The Selection of Lead Pastor(s):** In the event of vacancy in the office of Lead Pastor, the Elder Team shall, either directly or through an ad-hoc committee established solely for this purpose, be responsible to prayerfully conduct a search for a new Lead Pastor. Once the Elder Team has selected a candidate, that candidate shall be presented to the Church Members for affirmation according to Article VIII of these Bylaws. If the Church Members affirm the call of this candidate then the Elder Team shall extend the call to the candidate, including proposed terms of employment. Should the Church Members fail to affirm the candidate, then the Elder Team shall abandon further consideration of this candidate and resume the search process, as provided above.

SECTION IV: Deacons

1. **The Role of Deacons:** Deacons are to be servants of the Church. They are pictured in Acts 6 as servants who were commissioned by the church and the apostles to take care of a task in order to free the apostles to spend their time in prayer and in the ministry of the Word. Also in this passage, a precedent is set for deacons to help settle disputes and bring about peace and unity in the fellowship. Deacons may also preach and teach as the examples of Stephen (Acts 7) and Philip (Acts 8) demonstrate. The role of deacons in this Church will be patterned after these scriptural examples and will include, but not be limited to, handling benevolence requests, preparing and serving the Lord's Supper, and

assisting with baptism. The qualifications for deacons are found in I Timothy 3:8-12 and Acts 6:3.

2. **The Selection of Deacons:** Members of the Church shall prayerfully nominate men who they believe meet the scriptural qualifications for Deacon in Acts 6:1-6 and I Timothy 3:8-12. These names will then be presented to the Elder Team who will examine the men until no qualified nominees remain or until the number of men needed for the ministry are identified. These men will be presented in a Church meeting to the Active/Resident Members of the Church for approval by majority vote of the Active/Resident Members in attendance, and for a service of dedication before being set apart as Deacons.

The interpretation of the phrase "husband of one wife" included in three separate lists of qualifications for Church officers has been a matter of debate among Christians for centuries. This Church's interpretation is that being the husband of one wife necessitates that Elders and Deacons are to be men. Again, this does not mean that men are of more value in the Church, simply that God has chosen that they have this role. The second controversy which has traditionally arisen from this phrase is the question of whether it precludes men who have been divorced from serving as Church officers. Since the New Testament uses the Greek word for divorce on four other occasions, but intentionally uses other wording here, our interpretation is that this does not refer to divorce. Divorce, as with any major moral issue, is to be a matter of consideration, but does not automatically disqualify a member from Church office.

SECTION V: **Officers**

The officers shall include a President, Vice-President, Secretary, Treasurer and Clerk. A Lead Pastor, as needed selected by the Elder Team, shall serve as President of the Church and, in the capacity of President, shall have authority and responsibilities as prescribed below. The Elder Team Chairman shall serve as Vice-President of the Church and shall have authority and responsibilities as prescribed below. Except for the President and Vice President, all other officers of the Church serve as determined by the Elder Team and are each responsible to the Elder Team relative to performance of duties.

1. **President:** The President shall be the chief executive officer of the corporation and shall perform such duties as usually devolve upon the office and such other duties as are prescribed by these Bylaws or by the Elder Team. The President or Elder Team designee shall preside at all Membership Meetings, except for Membership Meetings or segments thereof dealing with matters with which the President has a personal interest, either direct or indirect.
2. **Vice-President:** The Vice-President may preside at all Membership Meetings or segments thereof for which the President cannot, as limited above, and in the absence of the President. The Vice-President shall also perform such duties as may be assigned to him by the Elder Team.
3. **Secretary:** The Secretary shall perform all duties which are usual and customary for corporate secretaries in the state of Alabama, unless those duties are otherwise assigned within these Bylaws.

4. **Treasurer:** It shall be the Treasurer's responsibility to oversee the receipt, payment and the preservation of all money or other assets paid or given to the Church, except responsibility for those assets specifically assigned to others within these Bylaws, keeping at all times an itemized report of the receipts and disbursements, all using internal procedures and controls, as determined by and approved by the Finance Team. The Treasurer shall be a member of the Finance Team.
5. **Clerk:** The Clerk shall be responsible for maintaining an accurate roll of the Members, accounting for them within the classes of Membership defined within these Bylaws, with dates of admission and dismissing and other pertinent information and issuing letters of dismissal as authorized by the Elder Team and these Bylaws. The Clerk shall be responsible for periodically providing to the Lead Pastor(s) a list of Underage Members who, by age, are becoming eligible for Active or Resident Member status if they complete the Church Membership class and affirms the Members Covenant. The Clerk shall be responsible for preparing accurate and complete minutes of all Membership Meetings of the Church, keeping record of all official documents of the Church, and serving notice of all Membership Meetings where notice is necessary as indicated by these Bylaws. The Clerk may appoint one or more Assistant Clerks who shall assist the Clerk in the performance of these duties.

SECTION VI: Ministry Team Leaders

Unless provided for elsewhere in these Bylaws, Ministry Team Leaders are enlisted by the Ministry Management Team on the basis of need and giftedness. They are responsible for directing specific areas of ministry within the Church. Ministry Team Leaders may include both paid Staff Members and volunteers, as need is determined by the Ministry Management Team. The determination of responsibilities, supervision and dismissal of a Ministry Team Leader is by the Ministry Management Team, as that may relate to volunteers, and by the Lead Pastor(s), as that may relate to paid Staff Members.

Ministry Team Leaders are "servant-leaders" who liberate the Lead Pastor(s) from direct oversight of pastoral ministries in order that he might be freed up to teach and to lead. They are given the freedom and authority to lead in their area of ministry under the supervision of the Ministry Management Team. There is no limit to the number of Ministry Team Leaders, as this is dependent solely upon the Holy Spirit's disbursement of spiritual gifts in the Church.

SECTION VII: Other Staff Members

Other Staff Members shall be hired as needed as determined by the Lead Pastor(s) or, in the absence of a Lead Pastor from time-to-time, the Elder Team. Such Staff Members shall be responsible to a designated staff person, as specified by the Lead Pastor(s) or, in the absence of a Lead Pastor from time-to-time, the Staff Elder, or his designate. The Lead Pastor(s), or in absence of a Lead Pastor, the Staff Elder, shall recommend the compensation of the other paid Staff Members of the Church pending approval of the Church budget.

ARTICLE X

CHURCH MINISTRY TEAMS AND GROUPS

All ministry teams and groups of the Church shall be subject to the authority of the Church and its leadership and the leaders of these groups shall report to the appropriate Church leadership. Special ministry teams may be created for the Church from time to time by the Elder Team, the Lead Pastor(s) or the Ministry Management Team or by amendment to these Bylaws. Ministry Teams herein established include the following:

SECTION I: The Elder Team

The Elder Team is accountable to the Members, acting collectively and governed by procedures specified below. Members of the Elder Team are the Elders. The responsibilities of the Elder Team include but may not be limited to:

- all of those responsibilities assigned to Elders, individually, noted above in Article IX Section II
- prayerfully conduct a search for a Lead Pastor when one is needed
- serve as the representative of the Church in the management of the Lead Pastor(s)
- regularly evaluate the performance of the Lead Pastor(s)
- determine the compensation of the Lead Pastor(s), and
- Continually evaluate the strategic use of resources entrusted to the Church to make sure the Mission is being accomplished.

The Elder Team shall also function as the Board of Directors pursuant to the Alabama Nonprofit Corporations Act. When functioning in this capacity the Elder Team shall be referred to as the Board. It shall be the duty of the Board to act as legal representative of the Church and to take such actions necessary to accomplish the purpose of any matter authorized by the Church, as provided by these Bylaws. The Board shall exercise all powers of the Church except those reserved by law, the Articles of Incorporation or by these Bylaws.

Only the Board may borrow money and incur indebtedness on behalf of the Church and cause to be executed and delivered for the Church's purposes and in the Church's name, promissory notes and other evidences of debt and security or collateral for debt, subject to Article VII Section V.

Execution of any and all documents necessary to accomplish the purposes of any matter authorized by the Board shall be done by the lesser of 1) all of the Elders or 2) any three Elders.

The Elders will meet together as the Elder Team as often as is necessary to fulfill the duties of the Elder Team, however, no less often than every other month. The Elder Team will elect one of the Elders to be Chairman of the Elder Team. The Chairman shall be elected by a simple majority vote of the Elders and shall serve as Chairman for a term of two years, unless not reaffirmed as an Elder by the Members. The Elder elected Chairman may serve no more than

two successive terms as Chairman, but may later be re-elected to this role. The Chairman of the Elder Team shall have the following duties:

- Provide notice of meetings to the Elders
- Provide an agenda for the meeting of the Elder Team
- Preside over the meetings of the Elder Team
- Count the votes cast by the Elders during Elder Team meetings
- Adjourn the meetings of the Elder Team
- Be the sole communicator of decisions made by the Elder Team

Any of these duties may be delegated by the Chairman to another Elder for a limited time, after which the delegated duty reverts back to the Chairman.

Written minutes of the proceedings of the Elder Team shall be kept by the secretary of the Elder Team. These meeting minutes shall be made available to Members for review in the Church Principal Office.

SECTION II: The Finance Team

The Finance Team is accountable to the Lead Pastor(s). Standing members of the Finance Team include the Treasurer, one Elder, as designated by the Elder Team from time to time, and one member of the Ministry Management Team, as designated by the Lead Pastor(s) from time to time. Other members of the Finance Team may be appointed to serve as needed by the Lead Pastor(s). The Lead Pastor(s) may appoint a Finance Team member to be the chairman of this team. Responsibilities of the Finance Team include but may not be limited to:

- approving all accounting procedures,
- support a healthy budgeting process,
- review and recommend all financial institutions where Church accounts are opened and / or held,
- review and recommend all creditors and terms of indebtedness,
- approve all individual users of credit instruments (e.g. credit cards) for which the Church is obligated,
- periodically reviews each individuals use of credit instruments for which the Church is obligated,
- serve as a resource to the Management Team to establish a recommended annual budget, and
- serve as a resource to the Elder Team in its responsibilities to evaluate the strategic use of financial resources.

Written minutes of the proceedings of the Finance Team shall be kept by a non-Staff Member of the Finance Team. These meeting minutes shall be made available to the Elder Team at all times.

Without being deemed insubordinate, any member of the Finance Team may at any time ask for a meeting with the Elder Team to review concerns pertaining to the fulfillment of Finance Team responsibilities.

SECTION III: The Ministry Management Team

The Ministry Management Team is accountable to the Lead Pastor(s). The Ministry Management Team shall consist of the Lead Pastor(s), who serves as or may designate someone to serve as leader for the Ministry Management Team, along with selected Staff Members and Ministry Team Leaders as determined by the Lead Pastor(s). Responsibilities of the Ministry Management Team include, but may not be limited to:

- coordinate the ministry of the Church,
- plan for future events,
- implement the Elder Team-approved strategy of the Church
- Supported in process by the Finance Team, develop and submit to the Elder Team the Church's annual budget according to Article XII, Section II of these Bylaws
- Manage the business of the Church consistent with limits of the Elder Team-approved annual budget.

Written minutes of the proceedings of the Ministry Management Team shall be kept by a member of the Ministry Management Team other than the Lead Pastor(s). These meeting minutes shall be made available to the Elder Team at all times.

ARTICLE XI

CHURCH ORGANIZATIONS

There shall be no Church organization that does not conform to the organization of these Bylaws, as they may be amended from time-to-time.

ARTICLE XII

FINANCES

SECTION I: Annual Budget

The Church shall have an annual budget which shall serve as the normative guide for the financial operation of the Church. The annual budget shall be prepared by the Ministry Management Team, approved by the Elder Team and presented to the Members. The Members will be asked for an indication of their support of the budget presented.

SECTION II: Development of Annual Budget

Development of the annual Church budget shall be primarily the responsibility of the Ministry Management Team.

SECTION III: Budget Management

The Elder Team is responsible for continually evaluating the strategic use of financial resources entrusted to the Church to ensure that the Mission is being accomplished. The Finance Team is responsible for the practical accounting and support of a healthy budgeting process. The

Ministry Management Team, Ministry Team Leaders, and other Staff Members are responsible for managing the budget according to their area of responsibilities.

Minor modifications within the budget may be made by the Ministry Management Team and Finance Team if circumstances in the operation of the Church necessitate such a change, as determined by the Lead Pastor(s). For example, if a budget item is not needed, or if expenses in a particular area are less than expected, the Ministry Management Team and Finance Team have the authority to re-allocate those resources as needed, so long as the modified budget remains consistent with the Mission of the Church. Non-budget expenditures in excess of five percent (5%) of the Total Budget shall be approved by the Elder Team and presented to the Church Members in a manner consistent with Article VII of these Bylaws.

SECTION IV: **Accounting Procedures and Financial Accountability**

A Certified Public Accountant (CPA) selected by the Finance Team shall advise the Finance Team, the Ministry Management Team and the Elder Team, as needed. Proper accounting procedures, as recommended by the selected CPA and approved by the Finance Team, shall be maintained by the Church.

The Church will maintain accounts at banks or other financial institutions approved by the Finance Team. Resolutions granting authority to open accounts and for specific persons to sign checks or orders must be approved by the Finance Team before being executed by the Board, as specified in Article X, Section 1 of these Bylaws. Individuals available to be approved for such authority include members of the Elder Team, Ministry Management Team, Finance Team and the Clerk.

As specified herein, the Church may borrow money. All uses of credit must be pre-approved by the Elder Team. All users of credit or instruments which could lead to a use of credit, including, but not limited to charge cards, leases, etc., must be pre-approved by the Finance Team and their use of credit reviewed by the Finance Team periodically. The Elder Team shall approve all creditors and terms of indebtedness, before being executed by the Board, as specified in Article X, Section 1 of these Bylaws.

SECTION V: **Fiscal Year**

The Church fiscal year shall begin on January 1st and end on December 31st.

SECTION VI: **Records and Report**

The Church shall maintain at its principle office of business or another location approved by the Elder Team the following records and reports:

1. Adequate and current books and records of accounts (financial records); and
2. Written minutes of the proceedings of its Members, Ministry Management Team, Elder Team; Finance Team and
3. A record of the Members of Church, setting forth the Member's names and addresses; and

4. Contribution statements for all contributors.

ARTICLE XIII

REAL PROPERTY

SECTION I: **Title**

Title to all real property of Church shall be in the name of Church.

SECTION II: **Purchasing Real Property**

Real property may be purchased in the name of and on behalf of Church by an act of the Board after the proposal to do so has been presented and approved by the Elder Team, Ministry Management Team and approved by the Active/Resident Members as detailed in Article VII, Section V of these Bylaws.

SECTION III: **Disposition of Real Property**

Real property of the Church may be sold, mortgaged, used as collateral, conveyed, transferred, or otherwise disbursed by an act of the Board after the proposal to do so has been presented and approved by the Elder Team, Ministry Management Team and approved by the Active/Resident Members as detailed in Article VII, Section V of these Bylaws.

ARTICLE XIV

TO BE TAX EXEMPT ORGANIZATION

The term for which the Church has been organized and incorporated is perpetual and the Church shall operate as a tax exempt organization under the United States Internal Revenue Code. In the event of dissolution of Church, the assets thereof shall be liquidated and distributed by first paying all creditors, and all remaining assets shall then be distributed to another Christian organization or organizations which have like faith, belief and purposes as ours, as determined by the sole opinion of the Elder Team, and which qualify as a tax exempt organization.

ARTICLE XV

INCORPORATION

It is the desire and intent that the Church shall operate as a corporate entity not-for-profit pursuant to the Alabama General Statutes. None of its funds shall inure to the benefit of any individual connected with the organization, except in consideration of services rendered. Accordingly, all references to "The Church" or "Church" herein shall be interpreted to be references to the "Corporation" as that term is defined under the General Statutes of Alabama, and the officers of Church, specifically President, Vice-President, Secretary, Treasurer, and Clerk, shall have the same definitional meaning and authority to bind Church as the same officers referred to under the said General Statutes, unless otherwise defined within these Bylaws.

ARTICLE XVI

AMENDMENTS

All requests for amendments to these Bylaws shall be submitted in a signed writing to the Elder Team and Ministry Management Team for consideration. Either the Ministry Management Team or the Elder Team may put a proposed amendment on the agenda of a meeting of Members. If neither the Elder Team nor the Ministry Management Team can support the amendment, the person proposing it shall be informed in writing by the Ministry Management Team on a timely basis. Alternatively, a proposed amendment(s) may be added to a Business Meeting agenda, if the agenda addition is approved by the Active/Resident Members present at the meeting of the Church as detailed in Article VII of these Bylaws. If part of a meeting agenda of a meeting of Members, the proposed amendment(s) to the Bylaws require the affirmative vote of two-thirds of the Active/Resident Members present at the meeting of the Church as detailed in Article VII of these Bylaws.

End of Bylaws

GracePointe Baptist Church Membership Covenant

Having discovered a life-changing relationship with Jesus Christ and followed Him in believer's baptism by immersion, I now believe I am being led by the Holy Spirit to embrace GracePointe Baptist Church (öGracePointeö) as my local church family. Realizing my dependence upon God and the need to surrender to Him, I commit myself to God and the other members of GracePointe to do the following:

Biblical Authority

- í to learn from the Bible in order to make godly decisions and live in obedience to Christ.
- í to follow the leadership of GracePointe so their work will be a joy, not a burden.

God's Glory & Power

- í to depend on God and give Him the credit for all He provides and enables us to accomplish.

Intimacy with God

- í to seek to know God better and love Him more; developing an abiding fellowship.

Strengthen Families

- í to help families grow in Christ and pass on faith, hope and love to future generations.

Authentic & Loving Relationships

- í to build Christ-centered relationships and love each other regardless of race or social standing.
- í to refuse to gossip and handle conflict according to the biblical model.

Invite Others to Follow Jesus

- í to invest in people who need Christ and invite them to follow Him.

Nurture toward Maturity in Christ

- í to surrender to the work of the Holy Spirit in becoming more like Christ in character and priorities.

Service & Give Joyfully

- í to discover, develop and use gifts and abilities to joyfully serve others.
- í to care for the poor and needy; widows and orphans.
- í to financially support the mission of GracePointe.

Reproduce

- í to help reproduce disciples, small groups and churches.

GracePointe's Commitment to Members

- To communicate God's Word in a way that ministers grace and urges obedience.
- To provide accountable and godly leadership that cares for the soul.
- To credit God for all He provides and enables us to accomplish.
- To make "abiding in Christ" an essential practice and focus.
- To instill a strong family value and support parents in passing faith to the next generations.
- To create environments that help build relationships for spiritual growth and personal care.
- To help believers become more confident and effective in sharing their faith in Christ with others.
- To provide strategy and structure for taking "next steps" to become more like Christ.
- To provide opportunities to discover, develop and use gifts and abilities for the common good.
- To steward financial resources responsibly in order to fulfill GracePointe's purpose and mission.
- To keep reproducing disciples, small groups and churches around the world.