

Below are the updates to the proposed bylaws. These updates were made by the Advisory Board based on member feedback.

4.03 Quorum. If the Elder Board has 5 members or less, 100% attendance is required for a quorum. If the Elder Board has 7 members or more, 75% attendance and an odd number of participants is required for a quorum.

11.01 Church Affiliations. The government of this church is vested entirely in the body of believers who compose it. It is subject to the control of no other ecclesiastical body, but it recognizes and sustains the obligations of mutual counsel and cooperation common among Baptist churches. Insofar as it is practical, this church will cooperate, support, and be affiliated with the Cincinnati Area Baptist Association, the State Convention of Baptists in Ohio, the North American Mission Board, the International Mission Board, the Southern Baptist Convention, the Grace Point Network, and any other such groups as determined by the Church Leadership. No individual, group, or organization shall be permitted to use either the name or property of this church without approval from the church or its official representative. The affiliations of the church will be public knowledge in a forum approved by the Church Leadership.

12.03 Members in Good Standing. Each Member shall remain and be considered in good standing as long as they hold to the Membership Covenant in their daily lives and are an Active Member.

12.04 Active Member Defined: An Active Member is defined as having signed the Membership Covenant, having attended Sunday service more than 3 times in the past 3 months, and contributing to the church either financially or by serving regularly. Exemptions are permitted for medical reasons, active military, and missional service.

12.05 Rights of Members. Every Member of the Church who is in good standing is entitled to submit questions for consideration at regular or specially called business meetings, provided the member presented the questions at least 14 days prior to the meeting. Every Member of the Church that is 18 years of age or older who is in good standing is eligible for consideration by the membership as a candidate for elected offices in the Church. Every member of the Church may participate in the ordinances of the Church as administered by the Church. Every member in good standing that is 16 years of age or older will be eligible to vote in Churchwide business meetings.

12.07 Termination of Membership. Membership shall be terminated in the following ways:

- (a) Death
- (b) Transfer by letter to another church

**** Removal of

12.08 Limitation of Revocation of Church Membership.

Once a Member has had a request for Termination submitted to the Church Leadership, the Member may not withdraw their membership from the Church, as they have voluntarily chosen to place themselves under the authority of the church. It shall be agreed that any member who has had a request for termination made shall still be a member of the church, but shall not be in good standing pending any outcome from the Church Leadership.

Life Church Monroe
AN OHIO NON-PROFIT CHURCH

FILED ON AUGUST 6TH, 2023

TABLE OF CONTENTS

TABLE OF CONTENTS.	ii
ARTICLE I NAME AND LOCATION	7
1.01 Name.....	7
1.02 Principle Office.....	7
1.03 Other Offices.....	7
1.04 Nonprofit Status.....	7
ARTICLE II RECORDS AND REPORTS	8
2.01 Records	8
2.02 Location of Records.....	8
ARTICLE III PURPOSES AND LIMITATIONS	8
3.01 Purposes.....	8
3.02 Limitations.....	8
ARTICLE IV CHURCH MEETINGS	9
4.01 Worship, Education, and Evangelism Meetings.....	9
4.02 Business Meetings	10
4.03 Quorum.....	10
4.04 Rules	10
ARTICLE V BANK ACCOUNTS AND SPENDING LIMITATIONS	10
5.01 Bank Accounts.....	10
5.02 Check Signers	10
5.03 Limitations on Check Signers.....	10
ARTICLE VI INSURANCE AUTHORIZATION	10
6.01 Insurance.....	10
ARTICLE VII GENERAL SPENDING AUTHORIZATION	10
7.01 Budget.....	10
7.02 Signers of the Church Accounts	10
ARTICLE VIII CHURCH FACILITIES	11
8.01 Facility Use.....	11
8.02 Property Rights	11
ARTICLE IX STATEMENT OF FAITH	11

9.01 Statement of Biblical Authority.....	11
9.01.01 Biblical Interpretation	11
9.02 Statement of Beliefs.....	11
9.02.01 About God.....	12
9.02.02 About Man.....	12
9.02.03 About Jesus Christ	12
9.02.04 About the Holy Spirit	12
9.02.05 About Salvation.....	12
9.02.06 About Eternal Security.....	13
9.02.07 About the Church.....	13
9.02.08 About Baptism.....	13
9.02.09 About the Lord's Supper.....	13
9.02.10 About the Bible.....	13
9.03 Statement on Marriage and Sexuality.....	13
ARTICLE X VISION AND MISSION STATEMENTS.....	14
10.01 Vision of the Church.....	14
10.02 Mission of the Church.....	14
ARTICLE XI AFFILIATIONS.....	14
11.01 Church Affiliations	14
ARTICLE XII CHURCH MEMBERSHIP.....	15
12.01 General.....	16
12.02 Candidacy for Membership.....	15
12.03 Members in Good Standing.....	15
12.04 Active Member Defined	15
12.05 Rights of Members.....	15
12.06 Voting Responsibilities	16
12.07 Discipline.....	16
12.08 Termination of Membership.....	18
12.09 Restoration of Membership.....	18
ARTICLE XIII CHURCH LEADERSHIP.....	18
13.01 Definition.....	18
13.02 Lead Pastor.....	18

13.02.01 Responsibilities.....	18
13.02.02 Removal or Resignation.....	18
13.02.03 No Successor Appointed	17
13.02.04 Pastor Search Group	18
13.02.05 Interim.....	18
13.02.06 Operations.....	18
13.03 Board of Advisors.....	18
13.03.01 Duties.....	19
13.03.02 Number.....	19
13.03.03 Tenure; Removal.....	19
13.03.04 Vacancies.....	19
13.03.05 Meetings.....	19
13.04 Elders	20
13.04.01 Definition and Powers	20
13.04.02 Qualifications.....	21
13.04.03 Duties.....	22
13.04.04 Selection.....	22
13.04.05 Tenure.....	23
13.04.06 Removal.....	23
13.04.07 Vacancies.....	23
13.04.08 Elder Meetings.....	23
ARTICLE XIV OFFICERS.....	24
14.01 Officers	24
14.02.01 Vice President Qualifications	24
14.02.02 Duties	24
14.02.03 Manner of Appointment.....	25
14.02.04 Secretary Qualifications	25
14.02.05 Duties	25
14.02.06 Manner of Appointment.....	25
14.02.07 Term of Office; Removal.....	25
14.03 Compensation	25
14.04 Vacancies.....	25

14.05 The Chairman of the Board.....	25
ARTICLE XV DEACONS.....	26
15.01 Election.....	26
15.02 Number	26
15.03 Election Term.....	26
15.04 Qualifications.....	26
15.05 Responsibility	26
15.06 Vacancies.....	26
15.07 Appointments and Confirmation.....	26
15.08 Removal of Deacons.....	26
ARTICLE XVI ADVISORY GROUPS.....	27
16.01 Establishment.....	27
16.02 Independent Compensation Group	27
16.03 Delegation of Authority.....	27
16.04 Term of Office	27
16.05 Chair and Vice-Chair.....	28
16.06 Quorum.....	28
16.07 Actions.....	28
ARTICLE XVII ORDINATION AND LICENSING.....	28
17.01 Theology.....	28
17.02 Definition.....	28
17.03 Practice.....	28
17.03.01 Housing Allowance.....	29
17.03.02 Social Security Coverage.....	29
17.04 Ordination Process.....	29
17.05 Eligibility	29
17.06 Ordained Pastoral/Ministerial Staff Members.....	29
17.07 Clarification on the Extension of Ordination and Licensing.....	29
17.08 Ministerial Licensure Process.....	29
17.09 Revocation	30
ARTICLE XVIII CONFLICT OF INTEREST.....	30
18.01 No Appearance of Conflict.....	30

18.02 Influence	30
18.03 Voting	31
18.04 Determination of Conflict.....	31
ARTICLE XIX DISPUTE RESOLUTION.....	31
19.01 Christian Alternative Dispute Resolution.....	31
19.01.01 Binding Arbitration.....	31
19.01.02 Monetary Damages.....	32
ARTICLE XX EMPLOYEES AND VOLUNTEERS.....	32
20.01 Requirements	32
ARTICLE XXI INDEMNIFICATION.....	32
21.01 Indemnification.....	32
21.02 Limitations.....	32
ARTICLE XXII AMENDMENTS TO BY-LAWS.....	32
22.01 Amendments.....	32
ARTICLE XXIII SEVERABILITY.....	32
23.01 Severability.....	32
CERTIFICATION OF EXECUTIVE DIRECTOR.....	33

BY-LAWS
OF
Life Church Monroe.
AN OHIO NON-PROFIT CHURCH

These by-laws (“By-Laws”) are made and entered into as of **August 6, 2023** under the Laws of the State of Ohio by **Life Church Monroe** with its principal office located at **457 South Main Street, Monroe, OH 45050**.

ARTICLE I NAME AND LOCATION

1.01 Name. The name of this corporation is Life Church Monroe. This corporation will be further referred to in these By-Laws as the “Church” and may be referred to in these By-Laws by and may do business as such other names as the Church Leadership of the Church shall determine from time to time.

1.02 Principal Office. The principal office for business transactions of the Church is 457 South Main Street, Monroe, OH 45050. This office is located in Butler County. The Church Leadership shall have full power and authority to change the principal office from one location to another. The Executive Director shall record any change in the location of the principal office.

1.03 Other Offices. The Church Leadership of the Church shall have power and authority to establish other offices, campuses, sites and locations at any place or places where the Church is qualified under applicable law to conduct its ministry.

1.04 Nonprofit Status. The Church is a non-profit Church formed under the laws of the state of Ohio, furthermore, this church has applied or will apply within the applicable time limitations with the Internal Revenue Service to receive its determination that this Church is formed under the Internal Revenue Code 501(c)(3).

ARTICLE II RECORDS AND REPORTS

2.01 Records. The Church shall keep correct and complete books and records of account. All receipts of money and expenditures shall be properly recorded according to accepted accounting principles. A record of the proceedings of its Members, Church Leadership, and any Advisory Groups shall be kept. A record of the names and addresses of its Members entitled to vote shall be maintained at the principal office or place of business of the Church. Any Member may inspect all books and records for any proper purpose at any reasonable time with prior notice to the Church Leadership. ‘

2.02 Location of Records. All such records shall be kept at the Church's principal's office in either a physical or electronic format.

ARTICLE III PURPOSES AND LIMITATIONS

3.01 Purposes. The Church is organized and shall be operated exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. More particularly, the purposes of this Church are:

- (a) To glorify God by fulfilling the Great Commandment (Matthew 22:37-39) and the Great Commission (Matthew 28:19-20).
- (b) To spread the Gospel of Jesus Christ, to worship God, and to practice the Christian virtues inculcated in the Holy Scriptures by all means possible.
- (c) To license and ordain and to employ licensed and ordained ministers of the Gospel and others.
- (d) To conduct and carry-on divine services at the places of worship of the Church, and elsewhere, and to collect and disburse all necessary funds for the maintenance of the Church and the accomplishment of its purpose within the State of Ohio and elsewhere.
- (e) To make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended.
- (f) To promote, encourage, and foster any other similar religious, charitable and educational activities; to accept, hold, invest, reinvest and administer any gifts, legacies, bequests, devises, funds and property of any sort or nature, and to use, expend, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the Church; to do any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance of accomplishment of the purposes of this Church. Provided, however, no act may be performed which would violate Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as it may hereafter be amended.

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

- (a) No part of the net earnings of the Church shall inure to the benefit of or be distributable to its incorporators, officers, or other private persons, except that the Church shall be authorized and empowered to make payments and distributions (including reasonable compensation for services rendered to or for the Church) in furtherance of its purposes as set forth in these By-Laws. No part of the activities of the Church, in excess of those legally allowable, shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Church shall not participate in or intervene in (including

the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Church shall not carry on any other activities not permitted to be carried on by (i) a Church exempts from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, or (ii) a Church, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(b) In the event this Church is in any one year a "private foundation" as defined by Section 509(a) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, it shall be required to distribute its income for such taxable year at such time and in such manner as not to subject the foundation to taxation under Section 4942 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; and further shall be prohibited from: (i) any act of "self dealing" as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; (ii) retaining any "excess business holdings" as defined by Section 4943(c) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; (iii) making any investments in such manner as to subject the foundation to taxation under Section 4944 of the Internal Revenue Code of 1986, as amended, or corresponding provisions any subsequent federal tax laws; or (iv) making a taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

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

(d) Upon the dissolution of the Church, the Church shall, after paying or making provision for payment of all the liabilities of the Church, distribute all of the assets of the Church evenly among any federal or state non-profit entities which the Church is affiliated with at the time of dissolution.

ARTICLE IV CHURCH MEETINGS

4.01 Worship, Education, and Evangelism Meetings. Worship services shall be held regularly each Sunday, and the Church Leadership shall fix the hour for these and other services. Small groups will also occur regularly during the week. The ordinance of the Lord's Supper shall be observed on a regular basis as a part of one of the worship services, as set by the Church Leadership.

4.02 Business Meetings. A Business Meetings will occur once a year to vote on the budget and as needed to vote on personnel. A specially called elder meeting may be held to consider special matters of significant nature. A one-week notice of the subject, date, time and location must be given for the specially called business meeting unless extreme urgency renders such notice impracticable.

4.03 Quorum. If the Elder Board has 5 members or less, 100% attendance is required for a quorum. If the Elder Board has 7 members or more, 75% attendance and an odd number of participants is required for a quorum.

4.04 Rules. All questions and procedures not provided for in these By-laws shall be determined according to Robert's Rules of Order (newly revised).

ARTICLE V BANK ACCOUNTS AND SPENDING LIMITATIONS

5.01 Bank Accounts. The Church is authorized to set up any necessary financial accounts, such as, but not limited to, checking, savings, brokerage, certificates of deposit, or any other financial account deemed necessary by the Church Leadership.

5.02 Check Signers. Additionally, Church Leadership shall appoint by resolution those with access to the bank account(s) of the Church. The Church does authorize the Church Leadership to nominate any authorized signers necessary to sign checks to be issued on behalf of the Church.

5.03 Limitations of Check Signers. When the church has any non-budgeted expenditures requiring an amount over \$5,000.00 to be spent (or such amount as approved by the Church Leadership), the Church shall mandate that the Church Leadership approves such an expenditure, or in the alternative, the Church Leadership shall appoint two (2) individuals who must jointly sign any check in excess of the stated amount.

ARTICLE VI INSURANCE AUTHORIZATION

6.01 Insurance. The church may purchase and maintain insurance, at its expense, to protect itself and any director, officer, employee or agent of the church or who, while a director, officer, employee or agent of the church, is or was a director, officer, partner, trustee, employee or agent of another Church, partnership, joint venture, trust, employee benefit plan or other enterprise against any expense, liability or loss, whether or not the church would have the power to indemnify such person against such expense, liability or loss.

ARTICLE VII GENERAL SPENDING AUTHORIZATION

7.01 Budget. The Church shall have approved annually its budget by a vote of its Church Leadership, and a vote confirmed by its Elders. This budget shall contain expenditures in line with estimated receipts so that all monies are accounted for in a biblical stewardship manner.

7.02 Signers of the Church Accounts. Once the Elders have approved the budget for the Church, a normal budgetary item that is \$5,000.00 or less can be approved by any one (1) authorized signer on the account. However, two (2) authorized signers are required for a normal

budgetary item over \$5,000.00. Any abnormal expenditures of \$5,000.00 or greater require notice and approval by the Church Leadership, as well as two (2) authorized signer's signatures.

ARTICLE VIII CHURCH FACILITIES

8.01 Facility Use. The Church and any other facilities under the ownership, control or maintenance of the Church shall only be used purposes of the Church or purposes in line with the Church's Statement of Faith. Under no circumstance shall the Church facilities or other facilities under the ownership, control or maintenance of the Church be used for purposes that undermine, or are contrary to, the principles set forth in the Church's Statement of Faith, and any documents incorporated therein.

If the facility is requested by an organization or person for profitable use, they must gain approval through the facilities manager and may require additional approval by the Advisory Board/Elder Board. The organization or person using the facility for profit will be required to donate 10% of earnings to use the facility. If the request is for a long-term use, an additional contract or agreement will be required.

More information and requirements for facility use can be found in the WAC Use Form.

8.02 Property Rights All property, real or chattel, shall be taken, held, sold, transferred, or conveyed in the corporation's name.

No real or chattel property of the corporation shall be sold, leased, mortgaged, or otherwise alienated without authorization of the Board of Advisors, or once established, the Elder Board.

ARTICLE IX STATEMENT OF FAITH

9.01 Statement of Biblical Authority. At the center of Christian faith and practice stands the belief that God has spoken to the world in the person and work of Jesus Christ, which is accurately and authoritatively revealed in the Christian Bible ("the Bible," "Scripture" or "the Scriptures"). The Bible is the inspired, inerrant and sufficient Word of God and is thus the ultimate authority for life, faith and morals. Though the various theological statements of the Church reflect succinct summaries of biblical boundaries, it is the Bible itself to which we are in ultimate submission.

9.01.01 Biblical Interpretation. Members have the opportunity to address the Church Leadership and Church staff on areas of theological disagreement. However, membership carries with it the implicit understanding that the Church Leadership shall function as the interpretive authority on biblical meaning and application for the purpose of Church doctrine, practice, policy, and discipline.

9.02 Statement of Beliefs. We affirm the Holy Bible as the inspired Word of God and the basis of our beliefs. We hold to the historic doctrines of the Baptist faith, including the Baptist Faith and Message 2000, hereby incorporated by reference, which are briefly summarized and as follows, and the additional beliefs stated within:

9.02.01 About God. We believe God is the Creator and Ruler of the world. He eternally exists in three distinct persons: The Father, The Son, and the Holy Spirit. These three are co-equal and are one God. *Genesis 1:1, 26, 27; 3:22; Psalm 90:2; Isaiah 45:5-6, Isaiah 46:9-10, Matthew 28:19; John 17:3, II Corinthians 13:14; I Peter 1:2*

9.02.02 About Man. We believe man was created in the image of God and He created them, male and female. In the beginning, man was innocent of sin and was endowed by His Creator with freedom of choice. By his free choice man sinned against God and brought sin into the human race. As a result, all human beings are born with a sinful nature and are born separated from God. Man is incapable of regaining a right relationship with God through his own efforts. It is only the grace of God that can restore man into His holy fellowship and enable man to fulfill the creative purpose of God. *Genesis 1:27; Psalm 51:5, Psalm 8:3-6; Isaiah 53:6a, 59:1-2; Jeremiah 17:9, Romans 3:23, Romans 5:8, 12-21, Romans 7:18-25, Ephesians 2:1-3*

9.02.03 About Jesus Christ. We believe Jesus Christ is the eternal Son of God. He is co-equal with the Father. Jesus Christ was born of a virgin and is both fully God and human. He lived a sinless human life and offered Himself as the sacrificial substitute to pay the penalty for sin. Jesus Christ physically rose from the dead after three days, ascended into heaven and will one day physically return. It is only through faith in the person and work of Jesus Christ and repentance from sin that one can be restored to God and experience true life and joy. He did all this in order to display His love for you and to restore you back into a right relationship with Him. *Matthew 1:22-23, Luke 2:52, Colossians 1:15-20, Hebrews 1:1-3, Isaiah 9:6, John 1:1-5; 14:10-30, Hebrews 4:14-15, I Corinthians 15:3-4, Romans 1:3-4, Acts 1:9-11, I Timothy 6:14-15, Titus 2:13, John 1:29, John 10:1-18, Romans 5:8, 2 Corinthians 5:21, Galatians 1:4, I Peter 3:18, Matthew 28:1-20, Mark 16:1-8, Luke 24:1-53, I Corinthians 15:12-34, John 14:3, Acts 1:11, I Thessalonians 4:16, Hebrews 9:28, I John 3:2, Revelation 1:7, John 3:18, 14:6, Acts 4:12, Romans 3:21-26, I Timothy 2:5-6*

9.02.04 About the Holy Spirit. We believe The Holy Spirit is co-equal with the Father and the Son of God. Through the proclamation of the Gospel, the Holy Spirit reveals to men their need to repent of their sins and confess Jesus as Lord and Savior. He lives in every Christian from the moment of salvation. He provides the Christian with power for living, understanding of spiritual truth, and guidance in doing what is right. He gives every believer a spiritual gift when they are saved. As Christians, we seek to live under His control daily. *John 14:16-17, 16:7-13; Acts 1:8; I Corinthians 2:12, 3:16; II Corinthians 3:17; Galatians 5:25; Ephesians 1:13, 5:18*

9.02.05 About Salvation. We believe salvation is a free gift from God. We believe that the blood Jesus Christ shed on the Cross provides the sole basis for the forgiveness of sin. God offers salvation to those who put their faith in the death, burial, and resurrection of Jesus as sufficient for the payment for their sin. There is no salvation apart from a personal faith in Jesus Christ as Lord and Savior and for the forgiveness of sin. Eternal life begins the moment

someone receives Jesus Christ into his or her life by faith. It is only through faith in the person and work of Jesus Christ and repentance from sin can one be restored to God and experience true life and joy. *John 1:12, 14:6; Romans 5:1, 6:23; Galatians 3:26; Ephesians 2:8-9; Titus 3:5*

9.02.06 About Eternal Security. We believe God gives the believer eternal life through Jesus Christ, therefore the believer in Jesus is secure in that salvation for eternity. Salvation is maintained by the grace, mercy, and power of God; not by the self-effort of the believer. It is the grace and power of God that gives this security. *John 10:29; II Timothy 1:12; Hebrews 7:25, 10:10, 14; I Peter 1:3-5*

9.02.07 About the Church. We believe a New Testament church is a local congregation of believers who have been restored back into a right relationship with Jesus Christ. The Church exists to worship God, to display His love, and to give Him glory by making disciples. Upon conversion, the newly restored men and women are added to a local church in which they devote themselves to teaching, prayer, fellowship, and the Lord's Supper. All members of the Church are to be a vital and committed part of the local church. The church acknowledges Jesus as her only Head and governs herself by democratic principles under the oversight of her Church Leadership. Her two ordinances are Baptism by immersion and the Lord's Supper. *Acts 16:5, I Corinthians 4:17, Ephesians 5:23, Colossians 1:18*

9.02.08 About Baptism. We believe Biblical Baptism is the immersion of a believer in water in the name of the Father, the Son, and the Holy Spirit. Baptism is only for those who have professed faith in Jesus Christ. It is an act of obedience symbolizing the believers' faith in a crucified, buried, and risen Savior. It also symbolizes the believers' death to sin, the burial of the old life and the resurrection to walk in newness of life in Christ Jesus. It is a testimony to the believer's faith. *Matthew 3:16, Matthew 28:19-20, Mark 1:9, Acts 2:41, Acts 8:12-13, Acts 8:38-39, Romans 6:4, I Corinthians 15:3-4, 2 Corinthians 5:17, Colossians 2:12*

9.02.09 About the Lord's Supper. We believe the Lord's Supper was instituted by Jesus Himself for us to follow so believers might remember His death and resurrection and anticipate His second coming. It is a time for us to examine our own lives and remember and proclaim what the Lord has done for us. The Church has an open policy for participating in and celebrating the Lord's Supper/Communion. *Matthew 26:26-30, Mark 14:22-26, Luke 22:14-20, I Corinthians 11:23-32*

9.02.10 About the Bible. We believe the Bible is God's Word to us. The Bible was written under the supernatural guidance of the Holy Spirit by human authors. It is the supreme source of truth for Christian beliefs and living. The Scriptures are true, authoritative, and sufficient. *Psalms 12:6, 19:7-11, 119:105, 160, 138:2, Proverbs 30:5, II Timothy 1:13, 3:16, II Peter 1:20-21*

9.03 Statement on Marriage and Sexuality. We believe that the term "marriage" has only one meaning and that is marriage sanctioned by God which joins one biological, natural-

born man and one biological, natural-born woman in a single, exclusive union, as delineated in Scripture. Though various cultures and customs have evolving definitions of marriage, it is God alone who has the ultimate authority to prescribe and describe the marital relationship. *Genesis 2:24, Matthew 19:1-9, Mark 10:1-2*

We believe that God intends sexual intimacy to only occur between a man and a woman who are married to each other. We believe that God has commanded that no intimate sexual activity be engaged outside of a marriage between a man and a woman.

We believe that any form of sexual immorality, such as adultery, fornication, homosexuality, bisexual conduct, bestiality, incest, pornography, or any attempt to change one's sex, or disagreement with one's biological, natural-born sex, is sinful and offensive to God. Also, the Church regards as sinful the intent or desire to surgically alter one's biological, natural-born sex to a different sex. Since the body is a creation of God, the Church holds sexual identity to be biologically determined by God at conception, and associated gender norms are to be observed as appropriate to biblical standards. *Genesis 1:27, Romans 1:26-32, 1 Corinthians 6:9-11*

So, we believe, according to scripture, that every person must be afforded compassion, love, kindness, respect, and dignity. 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.

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 church members and the community, it is imperative that all persons employed by the church in any capacity, or who serve as volunteers, should abide by and agree to this Statement on Marriage and Sexuality and conduct themselves accordingly.

ARTICLE X VISION AND MISSION STATEMENTS

10.01 Vision of the Church. We seek to bring glory to God locally in the Cincinnati/Dayton area and globally, 1) by reaching those without Jesus, 2) by raising up leaders, and 3) by creating disciples.

10.02 Mission of the Church. We desire 1) to help others know the grace of God and 2) to develop passionate servants of Jesus Christ.

ARTICLE XI AFFILIATIONS

11.01 Church Affiliations. The government of this church is vested entirely in the body of believers who compose it. It is subject to the control of no other ecclesiastical body, but it recognizes and sustains the obligations of mutual counsel and cooperation common among Baptist churches. Insofar as it is practical, this church will cooperate, support, and be affiliated with the Cincinnati Area Baptist Association, the State Convention of Baptists in Ohio, the North American Mission Board, the International Mission Board, the Southern Baptist Convention, the Grace Point Network, and any other such groups as determined by the Church Leadership. No individual, group, or organization shall be

permitted to use either the name or property of this church without approval from the church or its official representative. The affiliations of the church will be public knowledge in a forum approved by the Church Leadership.

ARTICLE XII CHURCH MEMBERSHIP

12.01 General. This is a sovereign and democratic Baptist Church under the Lordship of Jesus Christ. The membership retains unto itself the exclusive right of self-government in all phases of the spiritual and temporal life of this Church. The membership reserves the exclusive right to determine who shall be members of this Church and the conditions of such membership. Membership in this Church is predicated solely on religious grounds for we hold that in Christ there are no social, cultural, national, or racial distinctions.

12.02 Candidacy for Membership. Any person may offer himself/herself as a candidate for membership in this Church at any regular church service. The candidate should willingly and joyfully subscribe to the Church Statement of Faith and other provisions of the Church By-Laws. Each candidate for church membership may join in the following ways:

- (a) **By Baptism.** By public profession of faith in the Lord Jesus Christ and coming as a candidate for baptism by immersion.
- (b) **By Letter.** By promise of a letter of recommendation from another Baptist Church of like faith and order.
- (c) **By Statement.** The candidate's statement of prior conversion experience and baptism by immersion in a Baptist Church of like faith and order when no letter is obtainable.
- (d) **By Transfer.** Persons coming from a church other than Baptist of like faith and order, giving evidence of their Christian experience and asking to be baptized by immersion if they have not previously been so baptized.

Once accepted by the Church Leadership, this person shall be added to the Church rolls and be a Member in good standing (hereinafter "Members").

12.03 Members in Good Standing. Each Member shall remain and be considered in good standing as long as they hold to the Membership Covenant in their daily lives and are an Active Member.

12.04 Active Member Defined: An Active Member is defined as having signed the Membership Covenant, having attended Sunday service more than 3 times in the past 3 months, and contributing to the church either financially or by serving regularly. Exemptions are permitted for medical reasons, active military, and missional service.

12.05 Rights of Members. Every Member of the Church who is in good standing is entitled to submit questions for consideration at regular or specially called business meetings,

provided the member presented the questions at least 14 days prior to the meeting. Every Member of the Church that is 18 years of age or older who is in good standing is eligible for consideration by the membership as a candidate for elected offices in the Church. Every member of the Church may participate in the ordinances of the Church as administered by the Church. Every member in good standing that is 16 years of age or older will be eligible to vote in Churchwide business meetings.

12.06 Voting Responsibilities These are the decisions and items that are required to be ratified by membership vote.

i New Pastor Ratification – The Advisory Board, or once established, The Elder Board will present a candidate to the church and will require in-person voting by ballot. Only ballots submitted will be counted, and a simple majority is required to pass.

ii Name Change – If a name change is presented by the Advisory Board, or once established, the Elder Board to the church, church members will be required to vote by voice vote. A simple majority is required to pass a name change.

iii Budget Ratification – The Budget Committee will submit a proposed budget to the church by the 1st Sunday of December each year for review. The Church will vote by voice vote. A simple majority is required to ratify a proposed budget.

iv Loan or Lease Changes – The Elder Board will require Church approval for any new Loan or Lease agreement. A special business meeting will be scheduled for discussion and be ratified by voice vote. The Church must vote in person by ballot. A simple majority is required to approve new loan or lease agreement.

12.07 Discipline. It shall be the practice of this Church to emphasize to its members that every reasonable measure will be taken to assist any troubled Member. The Pastor, other members of the church staff, and others are available for counsel and guidance. The attitude of members toward one another shall be guided by a concern for redemption rather than punishment.

Should some serious condition exist, that would cause a member to become an offense and liability to the good name and general welfare of the Church by reason of immoral and unchristian actions or by persistent breach of his covenant vows, the Church Leadership will take every reasonable measure to resolve the problem in accord with Biblical standards. If it becomes necessary for the Church to take action to revoke a Church Member's membership privilege, a two-thirds vote of the elders present is required; and the Church may proceed to declare the person to be no longer in the membership of the Church. The membership of no person shall be terminated (except by letter) at the meeting when the recommendation of such action is made; and the Church

Leadership, who shall make recommendations to the Church of their findings, shall first consider all such requests for termination of membership or action looking thereto. A spirit of Christian kindness and forbearance shall pervade all such proceedings.

12.08 Termination of Membership. Membership shall be terminated in the following ways:

- (a) Death
- (b) Transfer by letter to another church

12.09 Restoration of Membership. Dismissed members may be restored to membership by the Church Leadership according to the spirit of 2 Corinthians 2:7-8, when their lifestyles are judged to be in accordance with these By-laws. Restoration of Church membership shall require the vote of two-thirds (2/3) of the Church Leadership.

ARTICLE XIII CHURCH LEADERSHIP

13.01 Definition. The Church shall initially be governed by a Board of Advisors and the Lead Pastor, who shall be trusted with the governance of the Church. Thereafter, the Church will find Deacons who will assist in the day-to-day operations of the Church. The Board of Advisors will then transition to a group of Elders, who shall then be trusted with the governance of the Church.

13.02 Lead Pastor. The Lead Pastor of the Church is responsible for leading the Church in accordance with the biblical principles as set forth in the New Testament. The Lead Pastor will lead the congregation, the organizations, and the church staff to perform the appropriate tasks. The Lead Pastor is responsible and accountable in the performance of his duties to the Advisory Board and when established the Elder Board. All other church staff are responsible to the Church Leadership through the Lead Pastor.

13.02.01 Lead Pastor Responsibilities The pastor shall have in charge the welfare and oversight of the church. He shall preside at all meetings of the church, except as otherwise provided herein. The pastor shall be responsible for his pulpit supply except when illness prevents. The pastor shall have an annual two-week vacation with pay for the first 5 years of service. After that, vacation shall be three weeks unless otherwise agreed upon by the Church.

13.02.02 Removal or Resignation. The Lead Pastor may only be removed with or without cause by a two-thirds (2/3) vote of the Members at any regular or special meeting of the members called subject to notice in accordance with these By-Laws. The Lead Pastor may resign by submitting a written letter of resignation stating that he is resigning and the effective date of such resignation.

13.02.03 No Successor Appointed. Should the Lead Pastor/President fail to appoint a successor, the following shall serve as an order of succession: 1. Vice President 2. Secretary

If the retirement, passing, removal or incapacity of the Lead Pastor/President leaves the Board of Elders unbalanced or without a quorum, then the first motion of the person who assumes the role of the Lead Pastor/President through this section, shall be to nominate prospective Board of Elder member(s). The nominee(s) shall be confirmed by a unanimous vote of the remaining Board of Elder members.

The successor will automatically and immediately become the Lead Pastor/President. In the event, the successor is not prepared to assume both the role of the Lead Pastor and that of the President, the Board of Elders can move to separate the roles of the Lead Pastor and President by a simple majority vote. Such action would require an amendment to the Bylaws. The Board of Elders will begin the search for the replacement Lead Pastor and the successor will assume the role of the President. The Board of Elders may select an interim Lead Pastor until a permanent replacement is found.

13.02.04 Pastor Search Group. Upon resignation or removal of the Lead Pastor, a Pastor Search Group will be created to find and employ a new Lead Pastor. The Pastor Search Group will consist of the Church Elders and any member of the church whom the elders elect to serve as a member of the group that represents all demographics of the congregation. The Group will have the power to elect its own officers. The duties of the Group will be to search for and recommend a prospective pastor to the Church. The Group will make its recommendation to a joint session of the Church Elders before presentation to the Church. If at the time of the search, there are only two Elders, the vote to present an applicant to the Church will be decided by the Two Elders and the combined unanimous vote of the search committee.

13.02.05 Interim. The Church Elders are responsible for pulpit duties on Sunday and also would recommend to the Church an interim pastor if deemed necessary by the Pastor Search Group and elders.

13.02.06 Operations. In the absence of a Lead Pastor, the Church Elders would elect a chairman of the Elders to serve until such a time as a Lead Pastor is called. The Church Elders would be responsible for the daily operation of the Church.

13.03 Board of Advisors. The overall policy, control, direction, and management of the ministry, operations, and finances of the Church shall initially be vested in the Board of Advisors. The Members of the Advisory Board (“Board”) are designated as the directors of this Church and all corporate powers shall be exercised by or under the direction of the Board. The Advisory Board is entrusted with the governance of the Church, leading the Church from a centralized vantage point. The Board’s oversight includes, but is not limited to, teaching, protecting, leading, disciplining, equipping and caring for the corporate Church body and its individual Members as well as the oversight of all ministry, operations and finances of the Church. The Board is also responsible for being obedient to the Scriptures in the doctrine of the Church, establishing the

overall vision of the Church and appointing new Members, until such time as the Elders are elected. The Board Members are not in the employ of the Church as a regular part-time or fulltime staff member and shall not receive compensation or salaries for their service. Nothing herein contained shall be construed to preclude any Board Member from serving the Church in any other capacity and receiving compensation, therefore. However, a Board Member shall neither vote on nor determine his own personal salary or benefits.

13.03.01 Duties. The Board of the Church shall vote on the matters of (a) appointment and removal of any Member, (b) salary and compensation of officers and any other employees of the Church, (c) personnel decisions, and (d) the location of the principal office and any other offices of the Church. Additionally, the Elders of the Church shall vote on and approve the budget for the operation of the Church.

13.03.02 Number. There shall be no less than three (3), but no more than nine (9) Board Members. This number may be altered by a resolution adopted by a vote of a majority of the Church Elders.

13.03.03 Tenure; Removal. Each Elder shall hold office as long as they are able to meet the requirements of 1 Timothy 3 and attend regularly scheduled meetings. The Board of Advisors will continue to exist until such time as the Elders are elected, at which time, the Board of Advisors will terminate. Any Member may resign at any time. The Elders may, by majority vote of all Members then in office, remove an Elder for any reason, with or without cause.

13.03.04 Vacancies. If any vacancies, other than a vacancy of the Lead Pastor, occur in the Board of Advisors, by reason of the death, resignation, retirement, disqualification or removal from office of any Member, or if any new Member positions are created, all of the Members then in office, although less than a quorum, may, by majority vote, choose a successor or successors, or fill the newly created position, and the Members so chosen shall hold office until the next [Frequency of meetings] Meeting of the Church.

13.03.07 Meetings. Regular meetings of The Elders shall be held in a location and at a frequency determined by the Elders; however, the Elders must hold a meeting at least semi-annually.

(a) **Regular Meetings.** Regular meetings of the Elders may be held without notice at such time and at such place as shall from time to time be determined by the Elders.

(b) **Special Meetings.** Special meetings of the Elders may be called by the Chairman of the Elders, by the President, or by the Lead Pastor on two days'

notice by regular mail or e-mail, or on one day's notice personally (in person or by telephone) to each Elder. A Special Meeting can be called by two (2) Elders in like manner and on like notice.

(c) Remote Attendance. The Elders are permitted to attend meetings via telephone conference or other electronic means. All Members participating telephonically or electronically shall be deemed present at such meetings. (d) Quorum. At all meetings of the Elders, a majority of the Elders shall constitute a quorum for the transaction of business, and the act of a majority of the Members present at any meeting at which there is a quorum shall be the act of the Elders, except as may be otherwise specifically provided by statute or by the Certificate of Incorporation. If a quorum shall not be present at any meeting of the Elders, either in person or by telephone conference call, the Elders present may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present.

(e) Action. Any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting if all of the members of the Elders or committee consent in writing to the adoption of a resolution authorizing such action. The resolution and written consents thereto by the members of the Elders shall be filed with the minutes of the proceeds of the Elders or committee. Any one or more members of the Elders or any committee there may participate in a meeting of such Elders or committee by means of a conference telephone or similar means of communications equipment allowing all persons participating to hear each other at the same time. Participation by such method shall constitute presence in person at the meeting.

13.04 Elders. Within eighteen (18) months after the election of the initial Deacons, the Board of Advisors shall, by a majority vote, elect Elders, who shall replace the Board of Advisors.

13.04.01 Definition and Powers. The Elders are entrusted with the governance of the Church. Their oversight includes, but is not limited to, teaching, protecting, leading, disciplining, equipping and caring for the corporate church body and her individual members as well as oversight of all ministry, operations and finances of the church. The elders are also responsible for being obedient to the Scripture in the doctrine of the church, establishing the overall vision of the church and appointing new elders or deacons.

The overall policy, control, direction and management of the ministry, operations and finances of the Church shall be vested in the Elders, which at the time of their election, shall replace the Board of Advisors. The Elders are designated as the directors of this Church and all corporate powers shall be exercised by or under the direction of the Elders.

The Elders are entrusted with the governance of the Church, leading the Church from a centralized vantage point. The Elders' oversight includes, but is not limited to, teaching, protecting, leading, disciplining, equipping and caring for the corporate Church body and its individual members as well as the oversight of all ministry, operations and finances of the Church. The Elders are also responsible for being obedient to the Scriptures in the doctrine of the Church, establishing the overall vision of the Church and appointing new Elders.

The Elders are not in the employ of the Church as a regular part-time or full-time staff member and shall not receive compensation or salaries for their service. Nothing herein contained shall be construed to preclude any Elders from serving the Church in any other capacity and receiving compensation therefore. However, an Elder shall neither vote on nor determine his own personal salary or benefits.

13.04.02 Qualifications. Only qualified men who are aligned and exemplify the following in their lives are qualified to be part of the Elder Board of Life Church Monroe:

1. Above reproach (1 Tim. 3:2; Titus 1:6-7)
2. The husband of one wife (1 Tim. 3:2; Titus 1:6-7)
3. Temperate, sober, vigilant (1 Tim. 3:2)
4. Sober-minded, prudent (1 Tim. 3:2; Titus 1:8)
5. Of good behavior; orderly, respectable (1 Tim. 3:2)
6. Hospitable (1 Tim. 3:2; Titus 1:8)
7. Able to teach (1 Tim. 3:2; Titus 1:9)
8. Not a drunkard (1 Tim. 3:3,8; Titus 1:7)
9. Not violent; not pugnacious (1 Tim. 3:3; Titus 1:7)
10. Patient, moderate, forbearing, gentle (1 Tim. 3:3; Titus 1:7)
11. Not a brawler; not contentious, not quick tempered (1 Tim. 3:3; Titus 1:7)
12. Not covetous; not a lover of money; not greedy for money (1 Tim. 3:3; Titus 1:7)
13. Rules his own house well; his children are faithful (1 Timothy 3:4; Titus 1:6)

14. Not a new convert (1 Tim. 3:6)
15. Well thought of, has a good reputation with outsiders (1 Tim. 3:7)
16. Not self-willed (Titus 1:7)
17. A lover of good (Titus 1:8)
18. Just, upright (Titus 1:8)
19. Holy, devout (Titus 1:8)
20. Self-controlled (Titus 1:8)

13.04.03 Duties. The duties of the Elders shall include, but not be limited to, leading the Church to fulfill the purposes of the Church. The Elders, as a group, shall supervise all employees of the Church and may delegate to Church employees any and all duties and responsibilities the Elders deem reasonable, subject to the rights, if any, of the person under contract of employment.

The Elders of the Church shall vote on the matters of (a) appointment and removal of any Elder, (b) salary and compensation of officers and any other employees of the Church, (c) personnel decisions, and (d) the location of the principal office and any other offices of the Church. Additionally, the Elders of the Church shall vote on and approve the budget for the operation of the Church.

13.04.04 Selection. The Elders shall have the sole authority to appoint new Elders. A man shall be appointed as an Elder by a passing vote of the Elder body (as defined in §11.1.8 below) after he has been tested and proven to meet the qualifications stated in §12.03 above. The Elders may appoint a committee or group to vet Elder candidates and report its findings to the Elder body. The Elders may also receive recommendations for Elder candidates from Church Members.

The proposed appointment of any Elder shall be communicated to the Church at least seven (7) days in advance and Church Members shall have an opportunity to submit questions, comments and concerns, which will be considered by the Elders on a case-by case basis. Confirmation and appointment of a new Elder shall be at the sole and final discretion of the existing Elders and effectuated upon their passing vote.

13.04.05 Tenure. Once a man is appointed to the Elder body as an Elder, he is expected to serve in this capacity for a minimum of one (1) year, with the opportunity each year for reappointment. Elders may be re-appointed after a one-year absence from the Elder body.

If the Elder body determines that an Elder needs an extended Sabbath because of a legitimate need (e.g., illness or tragedy), then such Elder may transition to being an active but nonvoting Elder for a set period of time determined by the Elder body.

To resign from the Elder body, an Elder shall notify, in writing, the officers of the Church who are also members of the Elder body. Such officers shall determine the most fruitful and edifying way to notify the remaining Elders and the Church Members. A vacancy in the Elder body because of death, resignation, removal or any other cause shall be filled only in the manners prescribed in these By-laws. Such vacancies may be filled as they occur.

13.04.06 Removal. Any Elder may be removed from the office of Elder for valid cause. The Elder body will determine the specific procedure for removal of an Elder. This procedure may be altered, amended, repealed or restated by a resolution of the Elders. The Elders shall have the sole authority to remove an Elder.

A written notice of the proposed removal of any Elder shall be given to such Elder at least ten (10) days prior to the meeting at which an action to effectuate such removal is to be taken to ensure that the Elder is given a reasonable opportunity to defend himself. The Elder shall have the opportunity to answer the charges in the presence of his accusers, but shall not be present during the discussion and vote on his removal. Such removal shall take place only upon and after a passing vote of the Elders. The Elder under consideration for removal shall not have voting rights while such removal is considered.

13.04.07 Vacancies. If any vacancies, other than a vacancy of the Lead Pastor, occur in the Elder body, by reason of the death, resignation, retirement, disqualification or removal from office of any Elder, or if any new Elder positions are created, all of the Members then in office, although less than a quorum, may, by majority vote, choose a successor or successors, or fill the newly created position, and the Elders so chosen shall hold office until the next [Frequency of meetings] Meeting of the Church.

13.04.08 Elder Meetings. Regular meetings of the Elders shall be held in a location and at a frequency determined by the Elders, however the Elders must hold a meeting at least semi-annually.

(a) **Regular Meetings.** Regular meetings of the Elders may be held without notice at such time and at such place as shall from time to time be determined by the Elders.

(b) **Special Meetings.** Special meetings of the Elders may be called by the President or by the Lead Pastor on two days' notice by regular mail or e-mail, or on one day's notice personally (in person or by telephone) to each Elder. A Special Meeting can be called by two (2) Elders in like manner and on like notice.

(c) Remote Attendance. The Elders are permitted to attend meetings via telephone conference or other electronic means. All Elders participating telephonically or electronically shall be deemed present at such meetings.

(d) Quorum. If the Elder Board has 5 members or less, 100% attendance is required for a quorum. If the Elder Board has 7 members or more, 75% attendance and an odd number of participants is required for a quorum. If a quorum shall not be present at any meeting of the Elders, either in person or by telephone conference call, the Elders present may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present.

(e) Action. Any action required or permitted to be taken by the Elders or any committee thereof may be taken without a meeting if all of the members of the Elders or committee consent in writing to the adoption of a resolution authorizing such action. The resolution and written consents thereto by the Elders or committee shall be filed with the minutes of the proceeds of the Elders or committee. Any one or more members of the Elders or any committee there may participate in a meeting of such Elders or committee by means of a conference telephone or similar means of communications equipment allowing all persons participating to hear each other at the same time. Participation by such method shall constitute presence in person at the meeting.

ARTICLE XIV OFFICERS

14.01 Officers. The officers of the Church shall be a Lead Pastor/President and one or more Vice Presidents, a Secretary, and a Treasurer. Any two or more offices may be held by the same person (i.e. Secretary/Treasurer). The President shall elect a Chairman of the Board.

14.02.01 Vice President Qualifications The Vice President shall have wisdom in handling the corporation's affairs. He shall be of sound doctrine and good judgment.

14.02.02 Duties He will serve as the chief advisor to the Lead Pastor/President. He shall carry out the responsibilities that the Lead Pastor/President delegates to him.

14.02.03 Manner of Appointment The Vice President shall be nominated by any member of the Board of Elders and appointed by a simple majority vote of the Board of Elders.

14.02.04 Secretary Qualifications The Secretary shall be a spiritually minded person and of sound judgment. He must be administratively minded with the ability to multi-task.

14.02.05 Duties By virtue of his office, the Secretary shall keep a true and accurate record of all meetings, including business meetings of the corporation. He shall perform clerical duties and shall be the custodian of all legal documents.

14.02.06 Manner of Appointment The Secretary shall be nominated by any member of the Board of Elders and appointed by a simple majority vote of the Board of Elders.

14.02.07 Term of Office; Removal. The President shall hold office for such term as may be prescribed initially by the Board of Advisors, and later by the Elders. The President, elected or appointed by the Board, may be removed, with or without cause, by unanimous vote of the Board, at any time for cause.

14.03 Compensation. The compensation of all officers of the Church must be approved by the Board of Advisors or the Elders, whichever is applicable at that time, and must be in accordance with the Compensation Policy when approved.

14.04 Vacancies. If the office of President becomes vacant for any reason, the Board of Advisors or the Elders, whichever is applicable at that time, may fill such vacancy by majority vote.

14.05 The Chairman of the Board. The Chairman of the Board of Advisors shall preside at all meetings of the Board and shall have such other powers and duties as may from time to time be assigned by the Board. He or She shall also select nominees for the Board of Advisors along with the President.

ARTICLE XV DEACONS/ DEACONESS

15.01 Election. Deacons shall be elected by a vote of the majority of the Board of Advisors within eighteen (18) months after the election of the initial Board of Advisors.

15.02 Number. The Board of Advisors, or the Elders, whichever is in existence at the time of the election, shall appoint the number of Deacons required to meet permanent and short-term needs of the Church.

15.03 Election Term. Deacons will serve as long as they can consistently meet the qualifications and serve faithfully in the role assigned to them.

15.04 Qualifications. Deacons/Deaconesses qualifications

The office of Deacon/Deaconess is described in 1 Timothy 3:8-13 and Acts 6:1-7. The church shall recognize, in accordance with the constitutional provisions on elections, men/women who are giving of themselves in service to the church, and who possess particular gifts of service. These members shall be received as gifts of Christ to His church and set apart as Deacons/Deaconesses.

15.05 Responsibility. Deacons/Deaconesses shall care for the temporal needs of members, attend to the accommodations for public worship, and encourage and support those able to help others and those with gifts of administration.

15.06 Vacancies. If a Deacon is removed from service, either voluntarily or involuntarily, the appointment of a successor Deacon is under the sole authority and discretion of the Board of Advisors, or the Elders, whichever is in existence at the time of the vacancy. Vacancies in the Deacons of the Church by reason of death, resignation or otherwise, shall be filled by election of the Church Leadership.

15.07 Appointments and Confirmation. The Board of Directors, or Elders, shall have the sole authority to appoint Deacons. The Board of Directors, or Elders, shall communicate prospective Deacons to the Church or a subset thereof no less than seven (7) days prior to a Board of Directors, or Elders, vote. Comments received from the Church will be considered on a case-by-case basis. Confirmation of Deacons will be at the final discretion of the Board of Directors, or Elders, and requires a passing vote.

15.08 Removal. Any Deacon may be removed from office for valid cause. A written notice of the proposed removal of any Deacon shall be given to the Board of Directors, or Elders, at least ten (10) days prior to the meeting at which an action to affect such removal is to be taken to ensure that the Deacon is given a reasonable opportunity for defense. The Deacon shall have the opportunity to answer the charges in the presence of his or her accusers, but shall not be present during the discussion and vote on his or her removal. The removal of a Deacon requires a passing vote of the Board of Directors, or Elders, whichever is in existence at the time.

ARTICLE XVI ADVISORY GROUPS

16.01 Establishment. The Church Leadership shall adopt a resolution establishing an Independent Compensation Group, and may adopt a resolution establishing other Advisory Groups.

16.02 Independent Compensation Group. The Church Elders shall appoint a resolution establishing the Independent Compensation Group to assist in the determination of executive employees' compensation. In so doing, the Independent Compensation Group may consider duties, performance evaluations, compensation comparability data, and other relevant information. The Group shall be elected by a vote of the Church Elders and may be comprised of members of the Church Elders. The Group shall consist of not less than three (3) members, but not more than seven (7) members.

16.03 Delegation of Authority. Each Group shall consist of two or more persons, the majority of whom shall be Church Elders. If, in addition to the Independent Compensation Group, the Church Elders establishes or delegates any of its authority to a team or committee, it shall not relieve the Church Elders or any Directors, of any responsibility imposed by these Bylaws or otherwise imposed by law. The Church Elders shall define by resolution the activities and scope of authority and the qualifications, in addition to those set forth herein, for membership of all Groups.

No Group shall have the authority to: (a) amend the articles of incorporation; (b) adopt a plan of merger or a plan of consolidation with another Church; (c) authorize the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the Church; (d) authorize the voluntary dissolution of the Church; (e) revoke proceedings for the voluntary dissolution of the Church; (f) adopt a plan for the distribution of the assets of the Church; (g) amend, alter, or repeal the By-laws; (h) elect, appoint, or remove a member of a Group or a Director or Officer of the Church; (i) approve any transaction to which the Church is a party and that involves a potential conflict of interest as defined herein below; or (j) take any action outside the scope of authority delegated to it by the Elders.

The Church Leadership may designate various Advisory Groups not having or exercising the authority of the Church Leadership. Such Advisory Groups shall only function in an advisory capacity to the Church Leadership. The Lead Pastor shall have the power to appoint and remove members of all Advisory Groups. The Church Leadership shall define, by resolution, the scope of activities and the qualifications for membership on all Advisory Groups.

16.04 Term of Office. Each member of an Advisory Group shall serve until the lesser of the next annual meeting of the Church Leadership, a specific assigned task has been completed or discontinued, or until a successor is appointed. However, the term of any Advisory Group member may terminate earlier if the Advisory Group is terminated or if the member dies, ceases to qualify, resigns, or is removed as a member of the Church. A vacancy on an Advisory Group may be filled by an appointment made in the same manner as an original appointment. A person

appointed to fill a vacancy on an Advisory Group shall serve for the unexpired portion of the terminated Group member's term.

16.05 Chair and Vice-Chair. Unless otherwise expressly stated herein, one member of each Advisory Group shall be designated as the chair and another member shall be designated as the vice-chair. The Lead Pastor shall appoint the chair and vice-chair of each Advisory Group. The chair shall call and preside at all meetings. When the chair is absent, is unable to act, or refuses to act, the vice-chair shall perform the duties of the chair. When a vice-chair acts in place of the chair, the vice-chair shall have all the powers of and be subject to all the restrictions placed upon the chair.

16.06 Quorum. Seventy five percent of members of an Advisory Group shall constitute a quorum for the transaction of business at any meeting. The members present at a duly called or held meeting at which a quorum is present may continue to transact business even if enough members leave the meeting so that less than a quorum remains. However, no action may be approved without the vote of at least a majority of the number of members of the Advisory Group. If a quorum is present at no time during a meeting, the chair may adjourn and reconvene the meeting one time without further notice.

16.07 Actions. Advisory Groups shall try to act by consensus. However, the vote of a majority of members present and voting at a meeting at which a quorum is present shall be sufficient to constitute the act of the Advisory Group unless the act of a greater number is required by law or the By-laws. A member of an Advisory Group who is present at a meeting and abstains from a vote is considered to be present and voting for the purpose of determining the act of the Advisory Group. Actions by the Advisory Group may be considered suggestions for the Church Leadership.

ARTICLE XVII ORDINATION AND LICENSING

17.01 Theology. We find no instruction in the New Testament concerning the common practice of ordination, but there are numerous texts that indicate a “setting apart,” “anointing,” “laying on of hands,” and “sending out.” *Acts 14:23; 1 Tim. 2:7; Titus 1:5; Acts 6:6, Acts 13:3; 1 Tim. 4:14 and 2 Tim. 1:6*

Most, if not all, churches and denominations have a way to publicly recognize and confer authority to those God has entrusted to guide, equip and lead them. Although the call on a pastor’s/minister’s life is wrought in the heart and is not contingent upon titles, ordination provides the opportunity for the church to affirm and recognize this calling.

17.02 Definition. In summary, we will use the term “ordination” to mean *“to invest with ministerial services, ministry duties, or to confer pastoral authority.”*

17.03 Practice. Make provision in the church constitution and by-laws to provide specific authority to the Church Leadership to license and ordain individuals as ministers of the

gospel. The Church Leadership determines the qualifications for ordination, and thereby, appoints qualified people. The Church Leadership has the authority to also revoke ordination status upon termination of employment or for disciplinary reasons, which would also by default mean a change in the person's pastoral or ministerial services and roles.

17.03.01 Housing Allowance. All ordained staff members are eligible for a housing allowance.

17.03.02 Social Security Coverage. All ordained staff members are permitted to exempt themselves from Social Security coverage if they meet the qualified conditions:

- (a) Church ordination;
- (b) File Form 4361 with the IRS;
- (c) Certify religious opposition to accepting public insurance benefits;
- (d) Notify church that they are opposed to Social Security coverage for the services they perform in the exercise of ministry; and (e) IRS verification.

17.04 Ordination Process. Typically, ordination will begin during the hiring process.

17.05 Eligibility. The following pastoral/ministerial positions are eligible for ordination: Pastors, Associate Pastors, Ministers, and Associate Ministers. Executive Directors are also eligible for ordination. However, ordination from another church or denomination will not be carried forward to the Church unless the staff position is eligible for ordination.

17.06 Ordained Pastoral/Ministerial Staff Members. All ordained pastoral/ministerial staff members are expected to fulfill their specific job-related role as it pertains to equipping the church (Eph. 4:12). All ordained staff members are expected to be available to perform weddings and funerals. All ordained staff members are expected to help in the planning, preparation and execution of the church's various worship services and ministry programs. All ordained staff members are expected to be available to help in the planning, preparation and execution of baptism, communion services, and other church services.

17.07 Clarification on the Extension of Ordination and Licensing. Licensing qualified Members will be considered on a case-by-case basis. See "Ministerial Licensure Process" below.

17.08 Ministerial Licensure Process. The Church does understand that Members (e.g. staff or non-staff) may desire to be licensed in order to provide ministerial services to a select population, perform a wedding or funeral, go on the mission field, etc. Therefore, the Church will consider licensing qualified Members on a case-by-case basis.

In order to be considered for licensure, the following process shall be followed:

- (a) The Member shall submit a request to the Pastor.
- (b) The request shall include the scope of the ministerial services the candidate desires to perform, along with a basis of reasoning for their performance of said services.
- (c) In concert with the Pastor, the request will be considered, discussed, and prayed over.

If the Pastor believes the request deserves further merit, then he shall submit it to the Church Leadership as a whole. The Church Leadership shall maintain the final level of authority to grant ministerial licensure, and licensure shall have a term not to exceed two years from the date of approval. The secretary of the Church Leadership shall maintain a record of the request, along with the respective decision. An approved candidate for licensure would not receive financial compensation from the church for the performance of ministerial services. In addition, the licensed candidate is responsible to seek professional tax advice concerning the tax implications of compensation received for ministerial services. The executive assistant to the lead pastors shall prepare a license for the Church Leadership's signatures. The Lead Pastor shall deliver the signed license and inform the candidate of approval. The executive assistant will also update the church database system to notate the information and date of licensure on the individual's record.

17.09 Revocation. Previously issued ministerial licensures may be revoked. The decision to grant or revoke licensure remains under the sole authority of the Church Leadership.

ARTICLE XVIII CONFLICT OF INTEREST

18.01 No Appearance of Conflict. Each person who is a Director, Officer, or Group member of the Church shall exercise good faith and best efforts in the performance of his or her duties to the Church and all entities affiliated with the Church. In all dealings with and on behalf of the Church or any affiliated entity, each person shall be held to a strict rule of honest and fair dealings with the Church and its affiliated entities and no such person shall use his or her position, or knowledge gained therefrom, in such a manner as to create a conflict or the appearance of a conflict between the interests of the Church or any affiliated entity and the other interests of such persons.

In all matters affecting the Church or any affiliated entity, each Director, Officer, or Group Member shall not take any position or engage in any act that could adversely affect the Church or any affiliated entity.

18.02 Influence. No person who is a Director, Officer, or Group Member of the Church shall accept any material compensation, gift, or other favor that could influence or appear to influence such person's actions affecting the Church or any affiliated entity. Each Director, Officer or Group Member shall immediately disclose to the Chair of the Board of the Church any

employment, activity, investment or other interest which might compete or conflict, or appear to compete or conflict, with the interests of the Church or any affiliated entity.

18.03 Voting. No Director, Officer, or Group Member shall vote, or be counted in determining the quorum for any vote, on any transaction between the Church and any other Church, firm, association, or other entity in which such Director, Officer or Group Member has a direct or indirect substantial financial interest. Any such duality of interest shall be disclosed to the other Directors, Officers or Group Members of the Church as applicable and made a matter of record. The Director, Officer or Group Member shall make such disclosure. In addition to refraining from voting, such Director, Officer, or Group Member shall not participate in the deliberations nor use personal influence in the matter, and any such transaction shall be at least as fair and reasonable to the Church as would otherwise then be obtainable by the Church.

For the purposes of this section, a Director, Officer, or Group Member shall be deemed to have a direct or indirect substantial financial interest in any Church, firm, association or other entity in which such person, together with such person's parents, spouse or all descendants of either of such person's parents or such person's spouse have an aggregate, beneficial, or equity interest of one percent or more.

18.04 Determination of Conflict. When in doubt as to whether a Conflict of Interest exists or may exist, it shall be the duty of each person to inform the Secretary or Chair of the Church Leadership for clarification.

ARTICLE XIX DISPUTE RESOLUTION

19.01 Christian Alternative Dispute Resolution. In keeping with 1 Corinthians 6:1-8, all disputes which may arise (1) between any member of the Church and the Church itself, or (2) between any member of the Church and any Pastor, Officer, Directors, Group Member, employee, volunteer, agent, or other member of this Church shall be resolved in accordance with the ***Rules of Procedure for Christian Conciliation, Institute for Christian Conciliation.***

19.01.01 Binding Arbitration. If efforts to reconcile or mediate the dispute fail, then the matter shall be resolved through binding arbitration. The decision of the arbitrators shall be binding on both parties, and both parties submit themselves to the personal jurisdiction of the courts of Ohio, both state and federal, for the sole purpose of entry of an order from binding arbitration. Each party shall bear their own costs, including attorney's fees, related to any mediation, conciliation, or arbitration proceeding. In no way, and under no circumstances, does the Church agree to the exercise of personal jurisdiction of either the state or federal courts when dealing with matters of an ecclesiastical nature. *See Watson v. Jones*, 80 U.S. 679, 722 (1871); *Kedroff v. Saint Nicholas Cathedral*, 344 U.S. 94 (1952); *Gonzales v. Roman Catholic Archbishop of Manila*, 280 U.S. 1 (1928). Under *Kedroff*, no civil court has the authority to resolve "questions of discipline, or of faith, or of ecclesiastical rule, custom or law." *Kedroff*, 344 U.S. 94.

19.01.02 Monetary Damages. If a dispute may result in an award of monetary damages, then use of the conciliation, mediation, and arbitration procedure is conditioned on acceptance of the procedure by the liability insurer of the Church and the insurer's agreement to honor any mediation, conciliation, or arbitration award up to any applicable policy limits. The mediation, conciliation, and arbitration process is not a substitute for any disciplinary process set forth in the By-laws of the church and shall in no way affect the authority of the church to investigate reports of misconduct, conduct hearings, or administer discipline of members.

ARTICLE XX EMPLOYEES AND VOLUNTEERS

20.01 Requirements. All employees and volunteers are required to be Members of the Church and subscribe to the Church's Statement of Faith as outlined in these By-Laws.

ARTICLE XXI INDEMNIFICATION

21.01 Indemnification. To the full extent permitted by the Act, as amended from time to time, the Church shall indemnify any Director, Pastor, Officer, Group Member, employee, or agent of the Church who was, is, or may be named a defendant or respondent in any proceeding as a result of his or her actions or omissions within the scope of his or her official capacity in the Church. A determination of the right of indemnification under the Act shall be made by legal counsel selected by the majority vote of the Church Leadership.

21.02 Limitations. No indemnification or advance shall be made under this Article in any circumstances when it appears:

- (a) That the indemnification or advance would be inconsistent with a provision of the Articles of Incorporation, the By-Laws, resolution of the members, or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits of otherwise indemnification; or
- (b) That the indemnification would be inconsistent with any condition expressly imposed by a court in approving settlement.

ARTICLE XXII AMENDMENTS TO BY-LAWS

22.01 Amendments. These By-Laws may only be altered, amended, or repealed, and new By-Laws may only be adopted by the majority of those in attendance at a regularly scheduled and called elder's meeting.

ARTICLE XXIII SEVERABILITY

23.01 Severability. If any provision of these By-laws or any application thereof is determined by any court, tribunal, administrative agency or other competent supervisory authority to be invalid, unenforceable, or contrary to applicable law or public policy, the remainder of this article, or the application of such provision to persons or circumstances other than those as to

which it is held invalid, unenforceable, or contrary to applicable law, shall not be affected thereby and shall continue in full force and effect.

CERTIFICATION OF EXECUTIVE DIRECTOR

I certify that I am Executive Director of Life Church Monroe and that the following By-laws constitute the By-laws of the Church.

*Will be signed once ratified by the Church

DATED: _____

BY: _____