

Bylaws

Cypress Cowboy Church, Inc.

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Bylaws

Preamble

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

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

BE IT RESOLVED, that we recognize ourselves as a body of Christian believers working together for the common purpose of spreading the Gospel of our Lord and Savior Jesus Christ, and that under the laws of the state of Texas we may exercise all the rights and privileges granted to religious bodies.

Language

The masculine gender stated within this document shall refer to both men and women.

Article I Name

The name of this corporation shall be Cypress Cowboy Church, Inc.

Article II Purpose

The specific purpose for which the corporation is initially organized is to establish and oversee places of worship, teach and preach the gospel to all people, conduct evangelistic and humanitarian outreach, license and ordain ministers of the gospel and to also engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3), Internal Revenue Code.

Article III Tenets of Faith

The human phraseology employed in this statement is not inspired nor contended for, but the truth set forth is held to be essential to a full Gospel ministry. No claim is made that it contains all the truth in the Bible, only that it covers orthodox fundamental matters.

The Scriptures Inspired

The Bible is the inspired Word of God, a revelation from God to men, the infallible rule of faith and conduct, and superior to conscience and reason, but not contrary to reason (2 Tim. 3:15-17; 1 Pet. 1:23-25; Heb. 4:12).

The One True God

The one true God has revealed Himself as the eternally self-existent, self-revealed "I AM," and has further revealed Himself as embodying the principles of relationship and association, by simultaneously existing as Father, Son and Holy Spirit. (Deut. 6:4; Mark 12:29; Isa. 43:10, 11; Matt. 28:19).

Man's Fall and Redemption

Man was created good and upright, for God said, "Let us make man in our image and after our likeness." Man, by voluntary transgression, fell, and his only hope of redemption is in Jesus Christ, the Son of God (Gen. 1:26-31; Gen. 3:17; Rom. 5:12-21).

The Salvation of Man

Conditions of Salvation

The Grace of God, which brings salvation, has appeared to all men, through the preaching of repentance toward God and through faith in the Lord Jesus Christ; man is saved by the washing of regeneration and renewing of the Holy Spirit, and being justified by grace, has become heir of God according to the hope of eternal life (Titus 2:11; 3:5-7; Rom. 10:13-15; Luke 24:47).

Evidences of Salvation

The inward evidence to the believer of his salvation is the direct witness of the Spirit (Rom. 8:16). The outward evidence to all men is a life of holiness (1 Thess. 4:7, 2 Tim. 1:9).

The Promise of the Father

All believers should ardently expect and earnestly seek the Promise of the Father, which is the baptism in the Holy Spirit. With it comes the infilling of power for life and service, and the bestowment of the gifts and their uses in the work of the ministry (Luke 24:49; Acts 1:4-8; 1 Cor. 12:1-31). This experience may be distinct from and subsequent to the experience of the New Birth (Acts 2:38; 10:44-46; 11:14-16; 15:7-9).

Sanctification Process

By the power of the Holy Spirit we strive to obey the command, "Be ye holy, for I am holy." Sanctification is the will of God for all believers, and should be earnestly pursued by walking in obedience to God's Word (Heb. 12:14; 1 Pet. 1:15, 16; 1 Thess. 5:23, 24; 1 John 2:6).

The Church

The church is the holy Body of Christ, the habitation of God through the Spirit, with divine appointments for the fulfillment of her great commission. Each believer is an integral part of the church, and their names are written in the Lamb's Book of Life. (I Thess. 2:4)

Ministry

Divinely called and Scripturally ordained ministry has been provided by our Lord for a two-fold purpose: (1) The evangelization of the world, and (2) The edification of the Body of Christ (Mark 16:15, 20; Eph. 4:11-13).

Marriage

God created marriage. It is a covenant made between a man and a woman that makes them one (Gen 2: 22,24; Matt 19: 5-6).

Divine Healing

Deliverance from sickness is provided for in the atonement of Christ and is the privilege of all believers (Isa. 53:4, 5; Matt. 8:16, 17; Mark 16:18; John 5:14).

The Blessed Hope

The resurrection of those who have fallen asleep in Christ and their translation, together with those who are alive and remain unto the Lord, is imminent and is the blessed hope of the church (1 Thess. 4:16; Rom. 6:23; Titus 2:13; 1 Cor. 15:51,52).

The Millennial Reign of Jesus

The revelation of the Lord Jesus Christ from heaven, the salvation of national Israel, and the millennial reign of Christ on the earth are Scriptural promises and our hope (2 Thess. 1:7; Rev. 19:11-16; Rom. 11:25; Rev. 20:1-7).

The Lake of Fire

The devil and his angels, the beast and the false prophet, and whosoever is not found written in the Lamb's Book of Life shall be consigned to everlasting punishment in the lake which burns fire and brimstone, which is the second death (Rev. 19:20; 20:10-15).

The New Heavens and New Earth

We, as promised in the Scriptures, look for a new heavens and a new earth wherein righteousness dwells (2 Pet. 3:13; Rev. 21: 1).

Article IV Ordinances

Baptism in Water

The ordinance of baptism by burial with Christ should be observed (as commanded in the Scriptures) by all that have repented of their sins and in their hearts have believed on Christ as their Savior and Lord. In doing so, they declare to the world that they have died with Christ and that they have also been released to walk with Him in newness of life (Matt. 28:19; Rom. 6:4).

The Lord's Supper (Communion)

The Lord's Supper, consisting of the elements, bread and fruit of the vine, is the symbol expressing our sharing in a memorial to His suffering and death, and a prophecy of His second coming, and is enjoined to all believers "until He comes" (John 6:48,51,53-57; Luke 22:19,20; 2 Pet. 1:4; 1 Cor. 11:25).

Article V Membership

This church shall have a non-voting congregational membership. The Board of Directors may create a congregational membership program that details the requirements, rights and responsibilities of membership as well as the procedures for dismissal.

Article VI Government

Section 1 Board of Directors

1. There shall be a President.
2. There shall be a Senior Pastor.
3. There may be a Vice President.
4. There shall be a Secretary.
5. There shall be a Treasurer.
6. Other individuals may be added as needed.

Section 2 Official Board of Directors and Voting Power

1. The Board of Directors is that group of persons vested with the management of the business and affairs of the corporation.
2. The official Board of Directors shall consist of individuals listed above and those added by official action of the Board of Directors.
3. The majority of the Board of Directors shall serve without remuneration. The majority shall also not be comprised of one group whose members are related by blood, business or marriage.

4. The President shall be chairman of the Board of Directors.
5. Each member of the Board of Directors shall have equal voting power among all of the other members.
6. A decision by the Board of Directors is considered valid with a simple majority vote, including the approval of the Senior Pastor and President, unless otherwise specified in the Bylaws.
7. The Board of Directors shall adopt a Conflict of Interest Policy to prevent voting by disqualified individuals, as defined in IRC Section 4958(f)(1). All members who are disqualified with respect to a decision shall recuse themselves from the vote.
8. The Board of Directors shall be authorized to create any additional committees as may be deemed necessary for the management of the corporation.
9. The Senior Pastor and President shall be a ex officio members of every committee and either can, at their discretion, be the chair of such committee at the time of its creation.

Section 3 Removal From the Board of Directors

Any Board of Directors member may be removed from office with or without cause by a simple majority vote of the Board of Directors including the President's approval.

The President may be removed from office with or without cause by a simple majority vote of the Board of Directors including the Senior Pastor's approval.

The Senior Pastor may be removed from office with or without cause by a unanimous vote of the Board of Directors, excluding any disqualified individuals.

The following reasons are considered just cause for Board of Directors member removal by the Board of Directors:

1. In absentia at three consecutive Board of Directors meetings;
2. Violation of the mutual interest clause of Article XI;
3. Not acting in the best interests of the organization;
4. Willful nondisclosure of a conflict of interest as interpreted by a majority of the Board of Directors.

Section 4 Vacancies

In the event of a Director vacancy, whether due to resignation or removal, the President shall be given a reasonable amount of time to nominate an individual he deems qualified in accordance with these Bylaws. The nomination must be approved by a simple majority vote of the Board of Directors.

Section 5 Resignation

Any Director may resign at any time by giving written notice to the Board of Directors. Such resignation shall take effect on the date of the receipt of such notice and, acceptance of such resignation shall not be necessary to make it effective.

Article VII Official Functions

The officers listed below are ultimately responsible to oversee that all listed duties are properly executed. The actual carrying out of necessary actions may be accomplished by any individual whom the Board of Directors sees fit.

Section 1 President Qualifications

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

Duties

The President shall be chairman of the official Board of Directors and preside over all corporation meetings.

Term of Office

The term of office of the President shall be reviewed every two years. The number of consecutive terms that he may serve is unlimited. He is subject to removal at any time in accordance with Article VI.

Successor

The President may nominate a successor at any time. The nominee shall be confirmed by simple majority vote of the Board of Directors, after the nomination is made. This person will assume the role of the President if the President retires, passes away unexpectedly or is otherwise incapacitated.

No successor appointed

Should the President fail to appoint a successor, the following shall serve as an order of succession:

1. Vice President
2. Secretary
3. Treasurer

If the retirement, passing, removal or incapacity of the President leaves the Board of Directors unbalanced or without a quorum, then the first motion of the person who assumes the role of the President through this section, shall be to nominate prospective

Board of Director members. The nominee(s) shall be confirmed by a unanimous vote of the remaining Board of Director members.

Section 2 Senior Pastor

Qualifications

The Senior Pastor shall have wisdom in handling the corporation's affairs. He shall be of sound doctrine and good judgment.

Duties

The Senior Pastor shall be the leader of the church as provided by the Holy Scriptures.

The Senior Pastor shall hold the Ecclesiastical Authority and be responsible for the day-to-day decisions.

Term of Office

The term of office of the Senior Pastor shall be reviewed every two years. The number of consecutive terms that he may serve is unlimited.

Removal

The Board of Directors is responsible for providing spiritual covering by prayerfully giving necessary aid, instruction, guidance, protection and correction as well as counsel, wisdom and fellowship to the Senior Pastor (Galatians 6:1).

The Board of Directors may call a meeting into session without the presence of the Senior Pastor to conduct an investigation of accusations against him and make a determination as to whether the Senior Pastor has committed any of the following accusations which are grounds for dismissal:

- A. Adultery
- B. Embezzlement
- C. Compulsive Lying
- D. Sexual Impurity
- E. Conviction of a felony that is a violation of Scripture
- F. The Senior Pastor not acting in the best interest of the church

The Board of Directors will determine if the Senior Pastor is guilty or innocent and whether to discipline or dismiss him from office.

The Senior Pastor may be removed from office with or without cause by a unanimous vote of the Board of Directors, excluding any disqualified individuals.

Successor

The Senior Pastor may nominate a successor at any time. The nominee shall be confirmed by simple majority vote of the Board of Directors, after the nomination is made. This person will assume the role of the Senior Pastor if the Senior Pastor retires, passes away unexpectedly or is otherwise incapacitated.

No Successor Appointed

Should the Senior Pastor fail to appoint a successor, the Board of Directors shall elect a new Senior Pastor by a simple majority vote. The Board of Directors may, at their discretion, take whatever time is needed to elect a new Senior Pastor as they see fit.

Section 3 Vice President Qualifications

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

Duties

He will serve as chief advisor to the President.

He shall carry out the responsibilities that the President delegates to him.

Manner of Appointment

The President shall nominate and the Board of Directors shall confirm the Vice President to office by a simple majority vote.

Term of Office

The term of office of the Vice President shall be reviewed every two years. The number of consecutive terms that he may serve is unlimited. He is subject to removal at any time in accordance with Article VI.

Section 4 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.

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.

Manner of Appointment

The President shall nominate and the Board of Directors shall confirm the Secretary to office by a simple majority vote.

Term of Office

The term of office of the Secretary shall be reviewed every two years. The number of consecutive terms that he may serve is unlimited. He is subject to removal at any time in accordance with Article VI.

Section 5 Treasurer Qualifications

The Treasurer shall be a spiritually minded person, and of sound business judgment. He shall be capable of doing the accounting required to maintain the corporation books.

Duties

By virtue of his office, the Treasurer shall keep, in a business-like manner, an itemized account of all receipts and disbursements of moneys committed to his trust and shall make reports to be presented during the official Board of Directors meetings.

Manner of Appointment

The President shall nominate and the Board of Directors shall confirm the Treasurer to office by a simple majority vote.

Term of Office

The term of office of the Treasurer shall be reviewed every two years. The number of consecutive terms that he may serve is unlimited. He is subject to removal at any time in accordance with Article VI.

Section 6 Directors Qualifications

Directors shall be spiritually minded persons, and of sound business judgment.

Duties

By virtue of their office, Directors shall carry out the responsibilities that the President or Board of Directors delegate to them.

Manner of Appointment

The President shall nominate and the Board of Directors shall confirm Directors to office by a simple majority vote.

Term of Office

The term of office of the Directors shall be reviewed every two years. The number of consecutive terms that a Director may serve is unlimited. Directors are subject to removal at any time in accordance with Article VI.

Article VIII Meetings

Section 1 Church Services

In any established place of worship the appointed Pastor will be responsible for regular church services.

Section 2 Corporation Meetings

The corporation year shall coincide with the calendar year beginning on January 1st, and running through December 31st.

Proper notice of ten days shall be given to all Directors prior to any Corporation Meeting.

The President will call the official Board of Directors meeting to discuss the direction of the corporation. The President shall set dates and times for Board of Directors meetings. The Board of Directors may have invited guests present at any meeting so long as the President has approved it.

The Secretary shall keep an accurate account of the minutes that were discussed at any Board of Directors meeting. He then has to submit them at the next Board of Directors meeting for discussion by the Board of Directors and approval by the President. Upon approval by the majority of the Board of Directors, the minutes shall be adopted, and all policy and procedure in them will continue to be enforced.

Section 3 Waiver of Notice

Attendance of a Director at any meeting of the Board of Directors will constitute a waiver of notice of such meeting except where such Director attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

Section 4 Meetings by Remote Communications Technology

Subject to the notice provision in Section 2 of this Article, the Directors may also hold meetings by means of a remote electronic communications system, including video or telephone conferencing technology or the Internet, or any combination, only if each person entitled to participate in the meeting consents to the meeting being held by means of that system, and the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant. Participation in such a meeting shall constitute presence in person at such meeting, except participation for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

Section 5 Action by Unanimous Written Consent Without Meeting

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board of Directors shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board of Directors. Such action by written consent shall have the same force and effect as the unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Bylaws of this corporation authorize the Directors to so act and such statement shall be prima facie evidence of such authority.

Article IX Quorum

A simple majority of the Board of Directors members (including the President) at an official Board of Directors meeting constitutes a quorum.

Article X Ecclesiastical Authority

This church is theocratic in government. In any growing congregation, there will be people at all stages of spiritual growth and maturity. For that reason, it is not proper to submit the affairs of the church to a democratic vote, for the purpose of the church is not to do the will of the majority, but the will of God.

Any disputes that arise over the interpretation of these Bylaws, doctrine, or matters of faith, shall be deferred to the highest ecclesiastical authority of this church. In this case it would be the Senior Pastor, with the advice of the Board of Directors.

In *Watson v. Jones*, the court ruled that: "Whenever the questions of discipline, or of faith, of ecclesiastical rule, custom, or law have been decided by the highest church judicatory to which the matter has been carried, the legal tribunals must accept such decisions as final, and as binding on them . . ."

Article XI Mutual Interest

The behavior of anyone in fellowship with this church is of common interest to the Board of Directors and congregation. (Gal. 6:1) This church requires every member of the Board of Directors and every congregant to adhere to a Lifestyle that is consistent with the doctrines of this church as taught in the Holy Scriptures. Therefore, this church reserves the right to refuse service to any individual that is not submitting their Lifestyle to this Scriptural mode of conduct. This refusal would include services, benefits and any use of church assets.

Article XII Prohibited Activities

This church is prohibited from engaging in activities which violate its written doctrines. This church is also prohibited from condoning, promoting or allowing any of its assets to be used for activities that violate its written doctrines.

Article XIII Senior Pastor's Vision

To establish an efficient leadership infrastructure, the Senior Pastor shall be responsible to articulate in clear, concise and simple language the vision of the church. The purpose of this is to create a consistent and logical framework which empowers staff and volunteers to participate in the decision making processes that reflect the Senior Pastor's heart and vision for the church.

Article XIV Ministry of Helps

To help ensure the protection, security and safety of congregants, guest and volunteers during church functions, this church recognizes the Ministry of Helps. The Board of Directors may establish teams and committees who are trained in the policy and procedures of the church to carry out this ministry.

Article XV Review of Church Records

Section 1 Requests Made by Congregant

To ensure the trust of the congregants and to also ensure that a public interest is being served, church records and basic financial information may be available for congregational inspection and review. At no time may information be supplied that would violate Section 4 of this Article or Article XVII. Any questions by any congregant shall be addressed to the treasurer either in writing or by scheduled appointment.

Section 2 Required Provisions of the Request

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

Section 3 Required Fee

This corporation may require a reasonable per page fee for any copies that are required in order to accommodate approved records requests.

Section 4 Confidentiality

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

Section 5 Denying a Request

The Board of Directors reserves the right to deny such a request for any of the following reasons:

1. The request is considered by the Board of Directors and deemed to be frivolous;
2. The individual making the request has a history of being divisive;
3. The individual does not adequately provide the required information on the request as stated in this Article;
4. The person making a request is not a regular attendee or tither.

Article XVI Privacy

This church shall diligently watch to keep private all records concerning polity, doctrine, counseling and information on individuals in fellowship with this church. This church must not disclose any records that may compromise information about a congregant's attendance, status, giving and counseling records.

Article XVII Order

For the purpose of conducting business, the President shall, in an orderly manner, preside over all of the affairs of the corporation.

Article XVIII Finances

Section 1 Audit

The Treasurer and or other Board of Directors appointed person shall complete an internal audit. This audit of all financial records shall be made after the close of the calendar year, prior to the end of February.

Section 2 Checks, Payments and Withdrawals

The Board of Directors of Cypress Cowboy Church, Inc. shall adopt a Corporate Expenditures Policy detailing the procedure for properly executing checks, payments and withdrawals.

Section 3 Salaries

All salaries shall be determined in the following manner:

The Board of Directors shall consider each candidate, create a compensation package and vote on the package.

Only uncompensated individuals of the Board of Directors shall vote on any recommended compensation package.

All salaries shall be reviewed each year during the last meeting of the calendar year.

Article XIX 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 President.

Article XX Dissolution

In the event that the corporation ceases to exist, all assets of this church shall, at the discretion of the Board of Directors be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the church is then located, exclusively for such purposes or to such church or church, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article XXI Ministers of the Gospel

The Senior Pastor of this ministry shall by virtue of his office automatically be recognized as an ordained minister.

Section 1 Classes of Ministers

This ministry shall have a set number of classes of ministers, as set forth below. Each class of minister will have distinct rights and privileges; they are listed below:

Commissioned Minister:

This recognition is automatically given to all believers in fellowship with this ministry. They are not authorized to perform any sacerdotal services, but primarily assist others in the Body of Christ. Individuals in this category may include, but are not limited to: teachers, worship leaders, instructors, hospital and jail visitation, ministerial assistance, and lay persons.

Chaplain:

This recognition is for ministers of the gospel that are called by God and recognized by the Senior Pastor to minister primarily in prisons, hospitals and government agencies.

Minister's Apprentice:

This recognition is given by the Senior Pastor of this ministry. This recognition is for those who are starting out in the ministry, but need extensive training. They are to work closely

with a licensed or ordained minister. Such persons are not authorized to perform any sacerdotal services.

Licensed Minister:

This recognition is given by the Senior Pastor of this ministry. This recognition is for those who are somewhat seasoned in the ministry, but need further experience. Many of these are individuals that have been working in their chosen vocation, but for some reason or another have never entered full-time ministry, or have only been in full-time ministry for less than three (3) years. Such persons are authorized to perform the following religious functions:

1. Conduct religious worship
2. Religious instruction
3. Administer communion
4. Provide spiritual counseling
5. Serve on the Board of Directors of a church
6. And other sacerdotal functions including
 - A. Conduct baby dedication ceremonies
 - B. Perform baptisms
 - C. Perform weddings
 - D. Conduct funerals
 - E. Visit the sick and shut-in
 - F. Minister in prisons

However, this person is not in charge of a congregation. Limited authority is granted to run the affairs of the ministry.

Ordained Pastor/Minister:

This recognition is given by the Senior Pastor to those persons who have an "established" or "proven" ministry. Ordained ministers are authorized to perform all functions of the Christian ministry and religious functions, and must be capable of doing so. Ordained ministers are authorized to perform all religious functions:

1. Conduct religious worship
2. Religious instruction
3. Administer communion

4. Provide spiritual counseling
5. Serve on the Board of Directors of a church
6. Ministry administration
7. And other sacerdotal functions including
 - A. Conduct baby dedication ceremonies
 - B. Perform baptisms
 - C. Perform weddings
 - D. Conduct funerals
 - E. Visit the sick and shut-in
 - F. Minister in prisons

He must be capable, as determined by the Senior Pastor, to take charge of a congregation.

Section 2 Senior Pastor's Authority

The Senior Pastor of this ministry shall have ecclesiastical authority to decide who, how or if a person will be licensed by this ministry to hold any of the classes mentioned above (Matt. 16:13-19).

Section 3 Elders

The Elders are a Board of Directors appointed committee given charge of the spiritual care of the congregation. Their authority is limited to that which is granted them by the Board of Directors. They have no financial or governmental control within the fellowship. They should only concern themselves with the spiritual needs of the fellowship.

Qualifications

All Elders must qualify by exemplifying the following in their lives:

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)

Duties

The Elders shall devote their time to prayer, the ministry of the Word (by teaching and encouraging sound doctrine), and shepherding God's flock. The Elders shall take particular responsibility to examine and instruct prospective Members, equip the congregation for the work of the ministry, encourage sound doctrine and practice, Assist the Board of Directors to admonish and correct error, coordinate and promote the ministries of the church, and mobilize the church for world missions. The Elders are further to ensure that all who minister the Word to the congregation, including outside speakers, share our fundamental convictions. They shall work closely with the Board of Directors to ensure a healthy spiritual atmosphere within the fellowship.

Manner of Appointment

The Senior Pastor shall nominate and the Board of Directors shall confirm Elders.

Term of Office

The term of office of each Elders shall be reviewed every two years. The number of consecutive terms that an Elder may serve is unlimited. He is subject to removal at any time in accordance with the Removal section below.

Removal

Should an Elder be found in violation of the Bylaws the Board of Directors may dismiss him by a simple majority vote.

Section 4 Deacons

Qualifications

The office of Deacon 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 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.

Duties

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

Manner of Appointment

The Senior Pastor shall nominate and the Board of Directors shall confirm Deacons.

Term of Office

The term of office of each Deacon shall be reviewed every two years. The number of consecutive terms that a Deacon may serve is unlimited. Deacons are subject to removal at any time in accordance with the Removal section below.

Removal

Should a Deacon be found in violation of the Bylaws the Board of Directors may dismiss him by a simple majority vote.

Article XXII Indemnification

This church shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of the church against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

Article XXIII Other Considerations

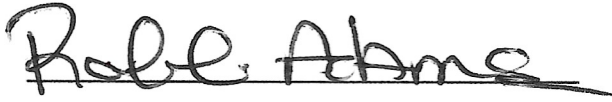
Anything that has not been discussed in these Bylaws shall be discussed and decided upon at an official Board of Directors meeting.

Article XXIV Amendments

Amendments to the Bylaws may be made by a simple majority of the official Board of Directors, including the President.

These Bylaws adopted on this the 15th day of February, 2024 make null and void all prior addenda, and these Bylaws supersede and replace all previous Bylaws voted on prior to this day.

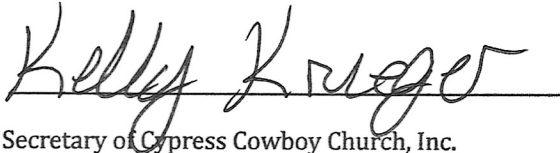
Signed and certified, to be effective immediately.

A handwritten signature in black ink, appearing to read "Robb Adams", written over a horizontal line.

President of Cypress Cowboy Church, Inc.

A short, horizontal black line.

Senior Pastor of Cypress Cowboy Church, Inc.

A handwritten signature in black ink, appearing to read "Kelly Kruger", written over a horizontal line.

Secretary of Cypress Cowboy Church, Inc.

A handwritten signature in black ink, appearing to read "M. [unclear]", written over a horizontal line.

Treasurer of Cypress Cowboy Church, Inc.