

APPENDIX A

By-Laws of Hope Baptist Church

ARTICLE I - NAME

The name of this church is West Hills Baptist Church of Lebanon TN, Inc. D.B.A. as Hope Baptist Church of Lebanon

ARTICLE II - PURPOSE

The purpose of the Church shall be to obey the God given mandate of evangelism and discipleship as found in Scripture. (Matthew 28:18-20, Acts 1:8, and Ephesians 4:11-16.)

The foundation of this church is the Lord Jesus Christ and it is guided in all its affairs by the Word of God as recorded in both the Old and New Testaments. (1 Corinthians 3:11, Colossians 1:15-19)

The vision of Hope Baptist Church is to share hope with the nations.

The mission of the Church is to see its membership become fully mature followers of Jesus Christ by making disciples who make disciples. Thus, the mission of Hope Baptist Church is to share hope with every person we meet.

ARTICLE III - STATEMENT OF FAITH

Hope Baptist Church accepts the 2000 Baptist Faith and Message as its Statement of Faith, and a copy of such is incorporated herein by reference in Addendum One.

ARTICLE IV - CHURCH GOVERNMENT

Section 1: General Statement

The purpose of church government is to adhere to the gospel and promote spiritual maturity both individually and corporately as a New Testament church (Ephesians 4:11-13).

Section 2: Church Authority

Scripture teaches that Jesus Christ is the Head of the Church. Jesus Christ has revealed His will for us, as the Church, through His Word, the Bible (Ephesians 5:23).

Section 3: Church Polity

The Government is vested in the body of members who compose the church as further defined in

these By-laws. The church is subject to no other ecclesiastical body, but is associated with churches for purposes of fellowship, consultation and cooperation. This and any other voluntary associations with other bodies shall not infringe on the rights of this church.

ARTICLE V – LEADERSHIP

Section 1: Summary

The biblical offices in the church are elders (shepherds, pastors, overseers) and deacons.

Section 2: Elders

Elders are not chosen or elected by the church, rather they are discovered or recognized by the church and affirmed according to God's calling and God's giftedness.

The elder body shall be comprised of not less than three men who are members of HBC and who satisfy the qualifications for the office of elder set forth in 1 Timothy 3:1-7, Titus 1:6-9, and 1 Peter 5:1-5. In addition to these men, HBC elders may include staff elders. (i.e. senior pastor, youth pastor, praise pastor, etc.) Should circumstances arise that leaves the church with fewer than three non-staff elders, the remaining elders shall act as soon as possible to propose a qualified elder(s) to the congregation. The remaining elders shall have authority to act until such time as a replacement elder(s) is approved by the Church, the process for which is set forth below.

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

The church shall discover and recognize men gifted and willing to serve in this calling. Current elders will recognize and propose additional elders to the church. Elders must be affirmed by the church by an 80% vote at a member's meeting. These men shall be received as gifts of Christ to His church and set apart as elders. Elder(s), other than the senior pastor, or staff pastor(s) may serve only two consecutive three year terms on the elder body. After elders have served two consecutive three-year terms, they may only be affirmed to the office after a sabbatical of at least one year. In the event that the elder body and church cannot identify additional qualified and willing men to serve as elders, the elder body may ask the church to extend an elder's term for an additional year on a year-by-year basis.

An elder's term of office may be terminated by resignation or by dismissal. Any two active church members with reason to believe that an elder should be dismissed should express such concern to the elders and, if need be, to the congregation. Any such action shall be done according to the instructions of our Lord in Matthew 18:15-17 and 1 Timothy 5:17-21. Subsequent to the fulfillment of the process those texts require, any of the elders may be dismissed by an 80% vote of the congregation at any members' meeting of the church.

The elders shall take particular responsibility to examine and instruct prospective members, examine and oversee nominations of all prospective candidates for offices and positions, oversee the work of the deacons and appointed church agents and teams, conduct worship services, administer the ordinances of baptism and communion, equip the membership for the work of the ministry, encourage sound doctrine and practice, admonish and correct error, oversee the process of church discipline and mobilize the church for world missions.

The elders are to ensure that all who minister the Word to the congregation, including outside speakers who share our fundamental convictions.

Other than deacon and elder, the elders may establish or eliminate office ministry teams, or staff positions, in accordance with the approved budget. The membership shall approve all candidates to fill the position of senior pastor as set forth in Article VII, Section 3. The scope and approval of job descriptions for any staff position shall reside in the hands of those with hiring authority for that position. The elders shall have primary responsibility for the employment, supervision, and evaluation of staff members. Staff evaluation should be conducted annually. This responsibility may, on a case-by-case basis, be delegated to a staff member.

Each year the elders shall propose to the church an itemized budget/Ministry Plan. No money shall be solicited by or on behalf of the church or any of its ministries without the approval of the elders.

The elders shall appoint a chairman of elders' meetings and shall also appoint one of their numbers to serve as moderator of members' meetings. Elders should always strive to find unity and have unanimous opinions before taking action. However, in the event a unanimous decision cannot be found, elders must have a super majority confirmation within the elder body before taking any action. A super majority shall be deemed to be a majority plus one.

Staff elders are men who meet the biblical qualification for elders as outlined above and serve in paid pastoral positions. These men will be co-laborers with the senior pastor. Staff elders will serve as members of the Elder Body. Staff elders cannot represent HBC as trustees or serve on teams that influence staff compensation.

Section 3: Deacons

The office of deacon is described in 1 Timothy 3:8-13 and Acts 6:1-7. Members who are giving of themselves in service to the church, and who possess particular gifts of service shall be nominated to a three-year term to serve as a deacon by the church after being evaluated by the current deacon body and the body of elders and affirmed by the congregation according to the provisions on elections in these By-laws, which are set forth in Article VII, Section 2. They shall be received as gifts of Christ to His church and set apart as deacons. After deacons have served two consecutive three-year terms, they may only be elected to the office after a sabbatical of at least one year. In the event that the elder body and

church cannot identify additional qualified and willing men to serve as deacons, the elder body may ask the church to extend a deacon's term for an additional year on a year-by-year basis.

Deacons shall care for the widows, widowers, and orphans of HBC. In addition, deacons shall care for the temporal needs of members, attend to the accommodations for public worship, and encourage and support those able to help others and those with gifts of administration.

Section 4: Teams

The elders may appoint a team(s) as necessary to fulfill the vision and mission of the Church. The team(s) will be disbanded at the conclusion of their work or at such time as the elders may determine that their work is no longer required.

ARTICLE VI – MEMBERSHIP

Section 1: Qualifications

To qualify for membership in this church, a person must be a believer in Jesus Christ who gives evidence of regeneration, who has been baptized, in obedience to Christ, following his or her regeneration, and who wholeheartedly believes in the Christian faith as revealed in the Bible. Each member must affirm the teaching of Scripture as expressed in the 2000 Baptist Faith and Message Statement of Faith, and must promise to strive to keep the commitments expressed in the Church Covenant set forth in Article XV. The elders shall be responsible for determining each person's qualification for membership. In making this determination, they may rely on a person's profession of faith, or such other evidence, as the elders deem appropriate.

Section 2: Admission of Members

To be admitted into membership, applicants shall complete the new members class (Discover Hope) and be recommended by the elders for admission and affirmed by the church at any members' meeting or regular public service and shall at that time relinquish their membership of other churches.

Section 3: Duties and Privileges of Membership

In accord with the duties enumerated in the Church Covenant, each member shall be privileged and expected to participate in and contribute to the ministry and life of the church, consistent with God's leading and with the gifts, time, and material resources each has received from God. Under Christ this congregation is governed by its members. Therefore, it is the privilege and responsibility of members to attend all members' meetings and vote on the election of officers, on decisions regarding membership status, and on such other matters as may be submitted to a vote. At such a meeting, a member may only vote in person. In addition, members must be 16 years of age to be eligible to vote at any members' meeting.

A member shall be entitled to examine and copy in person or by agent, accountant, or attorney, at any reasonable time and for a proper purpose, the books and records of Hope Baptist Church, however no member shall be entitled to an individual's giving records.

Section 4: Dispute Resolution:

Believing that the Bible commands Christians to make every effort to live at peace and to resolve disputes with each other in private or within the Christian Church ,(Matthew 18:15-20, 1 Corinthians 6:1-8) the church shall require its members to resolve ordinary civil disputes among themselves according to biblically-based principles, without reliance on the secular courts.

Consistent with its call to peacemaking, the church shall encourage the use of biblically-based principles to resolve disputes between itself and those outside the church, whether Christian or pagan and whether individuals or corporate entities.

In the case of criminal activity involving the congregation, the State has a God-given responsibility to protect the peace and security of its citizens that should be supported and encouraged.

Section 5: Church Discipline

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

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

The purpose of such discipline should be:

a) For the repentance, reconciliation, and spiritual growth of the individual disciplined (see 1 Corinthians 4:14; 1 Timothy 3:4-5; Hebrews 12:1- 11; Psalm 119:115; 141:5; Proverbs 17:10; 25:12; 27:5; Ecclesiastes 7:5; Matthew 7:26- 27; 18:15-17; Luke 17:3; 1 Corinthians 5:5; Galatians 6:1-5; 2 Thessalonians 3:6, 14-15; 1 Timothy 1:20; Titus 1:13-14; James 1:22);

b) For the instruction in righteousness and good of other Christians, as an example to them. (see Proverbs 13:20; Romans 15:14; 1 Corinthians 5:11; 15:33; Colossians 3:16; 1 Thessalonians 5:14; 1 Timothy 5:20; Titus 1:11; Hebrews 10:24-25);

c) For the purity of the church as a whole (see 1 Corinthians 5:6-7; 2 Corinthians 13:10; Ephesians 5:27; 2 John 10; Jude 24; Revelation 21:2);

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

e) For the glory of God by reflecting His holy character (see Deuteronomy 5:11; Ezra 6:21; Nehemiah 9:2; Isaiah 52:11; Ezekiel 36:20; Matthew 5:16; John 15:8; Romans 2:24; 15:5-6; 2 Corinthians 6:14-7:1; Ephesians 1:4; 5:27; 1 Peter 2:12).

Section 6: Restoration of Membership

The church, acting according to the spirit of 2 Corinthians 2:7-8, shall restore members dismissed by the church upon evidence of repentance, reformation, and when their lifestyles are in accordance with the membership covenant. The church may restore to membership any person previously dismissed upon request of the excluded person, and by affirmation at any regular worship service or members meeting.

Section 7: Termination of Membership

The church shall recognize the termination of a person's membership in the following ways:

- a) After his or her death:
- b) After he or she has voluntarily resigned or joined with another church; or
- c) As an act of church discipline (ordinarily, but not necessarily, at the recommendation of the elders) upon congregational affirmation of the elder's recommendation of the members present at any regular or special meeting of the members.

ARTICLE VII - ELECTIONS

Section 1: Principles

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

- a) Substantial prayer, both individually and corporately, should be an integral part of the election process.
- b) All candidates for church office should be treated with the grace, kindness, and honesty appropriate in evaluating fellow members.
- c) The election process shall express that spirit of mutual trust, openness, and loving consideration that is appropriate within the body of our Lord Jesus Christ.
- d) Those eligible to vote must be members of good standing and at least 16 years of age.

Section 2: Selection of Officers

The affirmation of officers shall be held at a members' meeting of the church. Names of those recognized to serve as elders and deacons shall be presented publicly to the congregation for at least two weeks prior to affirmation, and the affirmation shall proceed as directed by the moderator.

The elders should seek recommendations and involvement from the general membership in the

recognition process. Any member with reason to believe that a candidate recognized is unqualified for an office should express such concern to the elders privately as far in advance as possible before the relevant church members' meeting.

The moderator shall declare affirmed all individuals receiving an 80% of all votes cast.

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

Section 3: Selection of Senior Pastor

In the event that the office of Senior Pastor is vacant due to death, dismissal, or resignation, the Elder Body will recommend and ask for recommendations for individuals to serve on a Pastor Search Team. After a time of prayer and examination by the Elder Body, they will recommend the team to the church for confirmation. The team will be presented as a whole and will require a vote of 80% of eligible voting members present for confirmation. The Pastor Search Team will work in concert with the Elder Body to find a suitable candidate to present to the church for confirmation. The Pastor Search Team and the Elder Body must be in agreement on the candidate prior to the recommendation to the church. The candidate will be presented at a members' meeting called for the specific purpose of voting on the confirmation of the candidate. The candidate must have a vote of 80% or better of eligible voting members present to be confirmed.

In the absence of a senior pastor, the elder body shall determine who fills the pulpit for worship services.

Section 4: Selection of Staff Member(s)

In the event that there is an open staff position or the creation of a new staff position, the Elder Body will be charged with finding a suitable candidate, or creating a team to find a suitable candidate. After the candidate is identified and confirmed by the Elder Body, the Elder Body will bring the candidate to the church for confirmation at a members' meeting called for the purpose of confirming the candidate. The candidate must have a vote of 80% or better of eligible voting members present to be confirmed.

ARTICLE VIII – MEETINGS

Section 1: Worship Meetings

Worship services shall be held each Lord's Day, and may be held throughout the week as to be determined.

Section 2: Members' Meetings

In every meeting together, members shall act in that spirit of mutual trust, openness, and loving consideration, which is appropriate within the body of our Lord Jesus Christ. There shall be a regular members' meeting at least every quarter, to be announced in weekly services for at least two weeks prior

by announcement in worship services, and/or by any acceptable electronic means. All such meetings shall be held at Hope Baptist Church.

An elder, appointed by the elders, shall preside as moderator at all members' meetings of the church. The elders shall see that the stated meetings of the church are regularly held and that required reports are submitted to the church by the responsible members. Provided all provisions in these By-laws for notification have been met, a quorum (that is, the minimum number of members necessary to conduct business) shall be understood to be met by those members present and will be so even if members choose to leave the meeting before the meeting adjourns. At any regular or special members' meeting, officers may be affirmed, and positions filled as needed, so long as all relevant requirements in these By-laws have been met.

Motions to be presented at any congregational meeting shall be submitted to the elder body for consideration at least one week prior to the meeting.

Special members' meetings may be called as required by the elders, the date, time, and purpose of any special meeting shall be announced at all public services of the church for two weeks preceding the meeting, and/or by any regularly used electronic means.

Section 3: Rules Governing Business Meetings

Robert's Rules of Order shall be recognized as the general pattern for the conduct of the business meetings of the church. Seeking the Lord's wisdom and blessing through thankful prayer shall be a part of every meeting.

ARTICLE IX - COOPERATION

We believe that local churches can best promote the cause of Jesus Christ by cooperating with one another in a denominational organization. Such an organization, whether a local, state or national convention exists and functions by the will of the churches. Cooperation in a convention is voluntary and may be terminated at any time.

ARTICLE X - FINANCES

Section 1: Summary

The elders or a duly designated team named by the elders shall present an operations and missions budget for approval by the membership at a members' meeting not more than one month after the start of the fiscal year. Prior to this approval and subject to the elders' discretion, expenditures may continue at the prior year's level. All matters of church finance shall be considered and governed by the church's current financial policies.

Section 2: Fiscal year

The fiscal year of the church shall begin January first (1st) and end December thirty-first (31st).

ARTICLE XI – PROPERTY USAGE

Use of Church property, by members or non-members, shall be limited to:

1. Oversight and control of such persons that actively recognize and observe the authority, sovereignty and laws of God according to the 2000 Baptist Faith and Message, and
2. Use of church property must be approved in advance by the elders, designated team or staff member assigned by the Elder Body for this purpose.

ARTICLE XII – LEGAL

Section 1: Elders

No elder or member shall have any right, title, or interest in or to any property of the church. No elder or member shall be personally liable for the debts or obligations of the church of any nature whatsoever, nor shall any of the property of the elders be subject to the payment of debts or obligation of the church.

Section 2: Indemnification

If a legal claim or criminal allegation is made against a person because he or she is or was an officer, employee, or agent of the church, the church shall provide indemnification against liability and costs incurred in defending against the claim if the elders determine that the person acted:

- a) in good faith,
- b) with the care an ordinarily prudent person in a similar position would exercise under similar circumstance, and
- c) in a manner the person reasonably believed to be in the best interest of the church, and the person had no reasonable cause to believe his other conduct was unlawful.
- d) Indemnification shall be up to the maximum of the church's liability insurance limit.

Section 3: Trustees

The non-staff elders shall serve as the church's trustees. If the non-staff elder body drops below three, the Chairman of Deacons and Vice Chairman may serve as trustees as needed. No staff elder shall serve as a trustee.

Trustees serve to fulfill the State of Tennessee regulations related to the requirement of not for profit institutions to have a "board of directors." Trustees are empowered with the legal authority to execute legal documents first approved by the church body and/or the elders. The trustees shall determine a president and corporate secretary in accordance with Tennessee statute.

Any church approved legal matter may be executed by any one of the trustees.

ARTICLE XIII - AMENDMENT

Amendments to these By-laws may be introduced through written motion at any members' meeting, providing the motion has been provided to the elders at least one week in advance of the members' meeting, with the exception of Article III regarding the Affirmation of Faith, which may only be amended subsequent to a recommendation of the Elders to the church. Amendments shall not be acted on until the following members' meeting, at which time affirmative vote of 80% of those members present at the meeting and voting shall be required for acceptance, provided that notice of the proposed change or amendment be given from the pulpit and/or by any acceptable electronic means on at least two weeks prior to the meeting.

ARTICLE XIV - DISSOLUTION AND DISBURSEMENT OF ASSETS

The church may be dissolved or merged with another congregation by a 80% vote of members present and voting at a meeting called for this purpose, subsequent to at least two weeks' notice following the recommendation of the elders, or a motion proposed and adopted by the congregation at any regular or appropriately called special members' meeting.

In the event of dissolution of the church, no part of the church's earnings or assets shall inure to the benefit of any of its members; the residual assets of the church shall be distributed to the Wilson County Baptist Association which is exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue code of 1986, or corresponding sections of any prior or future law, or to the federal, state or local government exclusively for public purpose.

Alternatively, a 80% of members present and voting at the meeting of dissolution may designate any portion or all assets to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue code of 1986, or corresponding sections of any prior or future law, or to the federal, state or local government exclusively for public religious purposes and its Christian mission is consistent with the 2000 Baptist Faith and Message.

ARTICLE XV - HOPE BAPTIST CHURCH COVENANT

Upon request for membership, all members covenant together to pursue the following and be held accountable to the following:

1. Membership of HBC will strive to protect the testimony of the church by living holy and circumspect lives as described in 1 Peter 1:14-16, Ephesians 4:22-24 and 2 Corinthians 7:1.
2. Membership of HBC will strive to protect the spirit of unity and love for one another in the local body as described in Ephesians 4:1-3, 1 Peter 1:22-23, Matthew 18:15
3. Membership of HBC will strive to proclaim the hope of the by gospel by remaining sensitive to the Holy Spirit's prompting as describe in 1 Peter 3:15, Colossians 4:6, Acts 1:8 and Matthew 28:18-20.

4. Membership of HBC will strive to promote the gospel and welfare of the church by faithful support through prayer, tithes and offerings and faithful attendance and faithful service in the ministries of the church as described in Philippians 4:17-19, 2 Corinthians 9:5-7, Galatians 5:13, Ephesians 4:11-13, and Hebrews 10:23-25.
5. Membership of HBC will strive to grow in faith by participating in a discipleship ministry as described in Matthew 28:20, 2 Timothy 3:16-17, and 2 Timothy 2:2.