



Building bridges from brokenness to restoration through Jesus Christ

# refuge community church

## Bylaws for Refuge Community Church

### ARTICLE 1 NAME AND PURPOSE

#### 1.01—NAME

This congregation of believers shall be known as Refuge Community Church. The church is incorporated as a non-profit corporation under the laws of the state of Ohio.

#### 1.02—PURPOSE

This congregation is organized as a church exclusively for charitable, religious, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (IRC) of 1986, for such purposes including, but not limited to, proclaiming the Gospel of the Lord Jesus Christ; establishing and maintaining religious worship; educating believers in a manner consistent with the requirements of Holy Scripture, and maintaining missionary activities in the United States and around the world.

### ARTICLE 2 STATEMENT OF FAITH

#### 2.01—AUTHORITY OF STATEMENT OF FAITH

The statement of faith does not exhaust the extent of our faith. The Bible itself is the sole and final source of all that we believe. We do believe, however, that the statement of faith accurately represents the teachings of the Bible and, therefore, is binding upon all members, staff, and volunteers. All literature, whether print or electronic, used in the church shall be in complete agreement with the statement of faith. All activities permitted or performed in any facilities owned, rented, or leased by this church, or engaged in by any member of the church staff (volunteer or paid), and all decisions of the administration of this church shall not conflict with the statement of faith. In all conflicts regarding interpretation of the statement of faith, the Lead Pastor and Board of Elders, on behalf of the church, have the final authority.

#### 2.02—STATEMENT OF FAITH

##### A. Beliefs on Doctrine

1. God - There is only one, Creator of all things, infinitely perfect and eternally existing in three Persons: Father, Son, and Holy Spirit.  
(Deuteronomy 6:4, Genesis 1-2, Psalm 145:3, John 1:1, Psalm 90:2)
2. Jesus - The Lord Jesus Christ is fully divine and fully man. He was born of a virgin, lived a sinless life, performed authentic miracles, died in the place of sinners to pay for their sins, rose bodily from the grave, ascended into heaven, and works as mediator in heaven.  
(Matthew 28:18-20, John 1:1, John 1:14, Isaiah 9:6, 2 Corinthians 5:21, 1 Peter 2:21, Matthew 28:6, 1 John 2:1)
3. Holy Spirit - Spiritual life given by the Holy Spirit is absolutely necessary for the salvation of man. His ministry includes indwelling and regenerating the believer, enabling him to live a godly life.  
(John 3:5-7, Romans 8:9-11, 1 Corinthians 6:19)

- a. The Bible - The Bible is the inspired, infallible, and authoritative Word of God without error in its original writings it is:
- b. Inspired - The Bible was given to us by God through human writers. (2 Timothy 3:16, 2 Peter 1:21)
- c. Infallible - It is not misleading and is a sure, safe, and reliable rule and guide in all matters. (Proverbs 30:5)
- d. Inerrant - It is free from all falsehood or mistakes and is entirely true and trustworthy. (Matthew 4:4, Deuteronomy 8:3, Matthew 5:17-18)
- 4. Man - Although man was created in the image of God, he sinned, causing physical death and separation from God. All human beings are born with a sinful nature, and exercise their sinful nature in thought, word, and deed. (Genesis 1:27, 2:17, Romans 6:23, 5:12-14, 3:23, 3:10)
- 5. Salvation - The sinless life, death, and resurrection of Jesus Christ provide the only basis for the salvation of all who believe. Only those who receive Jesus Christ as Lord, exercising repentance and faith in Him, are children of God. (1 Corinthians 15:3-6, John 14:6, Acts 4:12, John 1:12)
- 6. The Future - The Lord Jesus Christ will return bodily to the earth to complete our salvation and establish His kingdom. All the dead will experience a bodily resurrection, the believer to eternal joy with the Lord, and the unbeliever to judgment and eternal punishment. (1 Thessalonians 4:13-18, 1 John 3:2, Daniel 12:2, Revelation 7:14)

## B. Additional Religious Beliefs

- 1. Marriage and Sexuality
  - a. We believe that the term “marriage” has only one, legitimate meaning, and that is marriage sanctioned by God, which joins one man and one woman in a single, covenantal union, as delineated by Scripture. Marriage ceremonies performed in any facility or space owned, leased, or rented by this church will be only those ceremonies sanctioned by God, joining one man with one woman as their genders were determined at birth. Whenever there is a conflict between the church’s position and any new legal standard for marriage, the church’s statement of faith, doctrines, and biblical positions will govern. (Gen. 2:24; Eph. 5:22-23; Mark 10:6-9; I Cor. 7:1-9)
  - b. We believe that God has commanded that no intimate sexual activity be engaged in outside of marriage as defined in (a) above. We believe that any other type of sexual activity, identity or expression that lies outside of this definition of marriage, including those that are becoming more accepted in the culture and the courts, are contradictory to God’s natural design and purpose for sexual activity. (Gen. 2:24; Gen. 19:5; Lev. 18:1-30; Rom. 1: 26-29; 1 Cor. 5:1; 6:9-10; 1 Thess. 4:1-8; Heb. 13:4)
  - c. We believe that God creates each person as male or female. These two distinct, unchangeable genders together reflect the image and nature of God, and the rejection of one’s biological gender is a rejection of the image of God within that person. (Genesis 1:26-27)
- 2. Divorce and Remarriage. We believe that God disapproves of and forbids divorce except in cases of abandonment, abuse, or adultery. We do believe God is a God of grace and forgiveness. With this in mind, we believe that divorced and remarried persons can serve in various positions throughout the church including Lead Pastor and Board of Elders members. However, each case needs to be reviewed by the Board of Elders. (Matt. 19:3-12; Mark 10:11-12; Rom. 7:1-3; I Tim. 3:2, 12; Titus 1:6; I Cor. 7:10-16)
- 3. Sanctity of Life
  - a. We believe that human life begins at conception and that the unborn child is a living human being. Abortion is murder and constitutes the unjustified, unexcused taking of unborn human life. (Job 3:16; Ps. 51:5; 139:13-16; Isa. 44:24; 49:1, 5; Jer. 1:5; 20:15-18; Luke 1:36, 44)
  - b. We believe that an intentional act or omission that facilitates premature death, is assuming a decision that is to be reserved for God. We do not believe that discontinuing medical procedures

that are extraordinary or disproportionate to the expected outcome is euthanasia. (Ex. 20:13; 23:7; Matt. 5:21; Acts 17:28)

4. Love. We believe that we should demonstrate love for others, not only toward fellow believers, but also toward those who are not believers, those who oppose us, and those who engage in sinful actions. We are to deal graciously, humbly, gently, and patiently with those who oppose us. God forbids the stirring up of strife, the taking of revenge, or the threat or use of violence as a means of resolving personal conflict or obtaining personal justice. Although God commands us to abhor sinful actions, we are to love and pray for any person who engages in such actions. (Lev. 19:18; Matt. 5:44-48; Luke 6:31; John 13:34-35; Rom. 12:9-10; 17-21; 13:8-10; Phil. 2:2-4; 2 Tim. 2:24-26; Titus 3:2; 1 Peter 3:8-9; 1 John 3:17-18)
5. Lawsuits within the Church. We believe that Christians are prohibited from bringing civil lawsuits within the church. We do believe, however, that a Christian may seek compensation for injuries from another Christian's insurance company as long as the claim is pursued without malice or slander. (1 Cor. 6:1-8; Eph. 4:31-32)
6. Protection of Children. We believe that children are from the Lord and must be absolutely protected within the church from any form of abuse or molestation. The church has zero tolerance for any person, whether paid staff, volunteer, member, or visitor, who abuses or molests a child. (Ps. 127:3-5; Matt. 18:6, 19:14; Mark 10:14)
7. Family Relationships
  - a. We believe that men and women are spiritually equal in position before God, but that God has ordained distinct and separate spiritual functions for men and women in the home and the church. The husband is to be the leader of the home, and men are to be the leaders (Lead Pastors and elders) of the church. (Gal. 3:28; Col. 3:18; 1 Tim. 2:8-15; 3:4-5, 12)
  - b. We believe that God has ordained the family as the foundational institution of human society. The husband (male) is to love his wife (female) as Christ loves the church. The wife is to submit herself to the spiritual leadership of her husband as the church submits to the headship of Christ. Children are a wonderful gift and heritage from the Lord. Parents are responsible for teaching their children spiritual and moral values through consistent lifestyle example and appropriate training and discipline. (Gen. 1:26-28; Ex. 20:12; Deut. 6:4-9; Ps. 127:3-5; 22:15; Mk. 10:6-12; 1 Cor. 7:1-16; Eph. 5:21-33; 6:1-4; Col. 3:18-21; 1 Pet. 3:1-7)

### **ARTICLE 3 MEMBERSHIP**

#### **3.01—QUALIFICATIONS FOR MEMBERSHIP.**

Those seeking membership must:

- A. Through their actions, words, lifestyle, and affiliations, evidence a genuine experience of regeneration through faith in and acceptance of the Lord Jesus Christ as personal Savior.
- B. Attend a pre-membership class led by a member of the Lead Pastoral staff or appointee in which they will review the church's statement of faith, bylaws, general practices and policies, and expectations of members.
- C. Be interviewed by the Lead Pastor, Lead Pastoral staff and/or Board of Elders to ensure they fully subscribe to the statement of faith contained herein and agree to submit to the authority of the church and its leaders.
- D. Membership will be granted upon the recommendation of the Lead Pastor and a majority vote of the Board of Elders, and upon compliance with any one of the following conditions:
  - By baptism at this local church following a profession of faith as a believer in Christ Jesus as personal Savior; or
  - By letter of transfer from another Bible-believing church of like faith and practice, or other written statement of good standing from the prior church if the applicant has been baptized subsequent to a profession of faith; or

- By testimony of faith, having been baptized in another Bible-believing church of like faith and practice.

### **3.02—RIGHTS OF MEMBERSHIP**

- A. Only members of at least eighteen years of age who are physically present at a duly called meeting of the church shall be entitled to vote. There shall be no proxy or absentee voting. The eligible membership of the church may only exercise voting in those areas that are defined and limited by these bylaws. Members may not vote to initiate any church action; rather the vote of a member is to confirm and ratify the direction of the church as determined by the Lead Pastor and the Board of Elders.
- B. This congregation functions not as a pure democracy, but as a body under the headship of the Lord Jesus Christ and the direction of the Lead Pastor as the under-shepherd with the counsel of the Board of Elders. Determinations of the internal affairs of this church are ecclesiastical matters and shall be determined exclusively by the church's own rules and procedures. The Lead Pastor and Board of Elders shall oversee and/or conduct all aspects of this church. The Board of Elders shall give counsel and assistance to the Lead Pastor as requested by him.
- C. Membership in this church does not afford the members with any property, contractual, or civil rights based on principles of democratic government. Although the general public is invited to all of the church's worship services, the church property remains private property. The Lead Pastor or individual designated by the Board of Elders has the authority to suspend or revoke the right of any person, including a member, to enter or remain on church property. If after being notified of such a suspension or revocation, the person enters or remains on church property, the person may, in the discretion of the Lead Pastor or person designated by the Board of Elders, be treated as a trespasser.
- D. A member may inspect the prepared annual financial statement of the church and the minutes of the proceedings of church and committee meetings, provided he/she shall have made a written request upon the church stating the precise records requesting to be viewed and the reason for the request, and the church has received the written request at least five business days before the requested inspection date. Requests may be denied if such request is deemed to be frivolous by a majority vote of the church Board of Elders. Board of Elders meeting minutes and discipline committee meetings, as well as other information involving privacy interests such as, but not limited to, donor records, lists of names and addresses of church members, individual benevolence, individual salaries, health information, background checks, and social security numbers, are exempt from this provision and are not subject to inspection without a court order. Members may not copy or take digital images or records of any ministry record without authorization from the Lead Pastor or chairman of the Board of Elders. Members agree that information obtained from any inspection of records will be kept in the strictest confidence.

### **3.03—AUTOMATIC TERMINATION OF MEMBERSHIP**

- A. The membership of any individual member shall automatically terminate without notice if the member in question has not attended a regular worship service of the church in the preceding six months. This provision may be waived at the discretion of the Lead Pastor and the Board of Elders upon the showing of good cause.
- B. The membership of any individual shall automatically terminate without notice if the member adopts opinions—verbally, in print, or in any other manner or medium—that are in direct contravention to the church's statement of faith. Since agreement with the church's statement of faith is a requirement for membership in this church, the member's non-conforming statements will be treated by the Lead Pastor and the Board of Elders as the member's resignation.

- C. The membership of any individual member shall automatically terminate without notice if the member unites in membership with another church.
- D. The membership of an individual member will automatically terminate upon his or her death.
- E. For any memberships terminated in accordance with the above provisions, with the exception of memberships terminated under (D) above, the church may send a letter informing the prior member of the termination, but this is not required.

### **3.04—TRANSFER OR RESIGNATION OF MEMBERSHIP**

Members not under the disciplinary process of section 3.05 may request that letters of transfer be sent to another church. A member may resign at any time, but no letter of transfer or written statement of good standing will be issued upon such resignation, except at the discretion of the Lead Pastor.

### **3.05—DISCIPLINE OF A MEMBER**

- A. When a member becomes aware of an offense of such magnitude that it hinders the spiritual growth and testimony of an individual in the local church or the body as a whole, he or she is to go to the offending party and seek to restore the offender. Before going, the confronter should first examine him or herself and go with a spirit of humility and the goal of restoration.
- B. If reconciliation is not reached, a second member is to accompany the one seeking to resolve the matter in going again to the offending party. This second step should also be preceded by self-examination and exercised in a spirit of humility with the goal of restoration.
- C. If the matter is still unresolved after taking the steps outlined in subsections (A) and (B), the two members aware of the offense shall, in keeping with Matthew 18, bring the issue before the Lead Pastor and the Board of Elders, who are representatives of the church body.
- D. If the Lead Pastor and Board of Elders agree with the member that the offending conduct is of such magnitude that it hinders the spiritual growth and testimony of the member or the body as a whole, they shall attempt to meet with the offending brother or sister. If reconciliation is not reached, the Lead Pastor and Board of Elders, as representatives of the church body, shall, upon a majority vote of those present at a meeting of the Board of Elders, terminate the offending individual's membership without further notice to the him or her. Unless the matter involves an issue of safety or security to the members of the church at large, the specifics of the matter shall not be addressed in a public forum or with the general church membership.
- E. The Lead Pastor and Board of Elders shall be entitled to the same steps as other church members and be subject to the same discipline. If the Lead Pastor or a Board of Elders member is the subject of a disciplinary matter, he shall not be permitted to vote on his own membership termination.
- F. For any memberships terminated in accordance with this provision, the Lead Pastor may cause a letter to be written informing the prior member of the termination, although he is not required to do so.
- G. The procedures provided in this section are based on Matt. 18:15-20; Rom. 16:17-18; 1 Cor. 5:1-13; 2 Cor. 2:1-11; Gal. 6:1; 1 Thess. 5:14; 2 Thess. 3:6, 10-15; 1 Tim. 5:19-20; and Titus 3:10-11.

### **3.06—AFFILIATED CO-LABORER**

Those desiring fellowship, accountability and opportunities for service with this church on a temporary basis but who maintain membership in a like body of believers outside this locality may be granted affiliated co-laborer status with this church. The affiliated co-laborer may be eligible to serve in certain capacities determined by the Lead Pastor and Board of Elders and may attend member fellowship events. This affiliation does not, however, grant membership or the rights of membership to the individual(s) so affiliated. Affiliated co-laborers shall not be entitled to hold any office, vote in, or have any say in any church matter, and shall not be counted for quorum purposes. A person wishing to become an affiliated co-laborer with this church must make a request to the Lead Pastor or his designee who will determine if affiliated co-laborer status should be granted to the individual. If the Lead Pastor or his designee so determines, the person may be granted co-laborer status upon a majority vote of the Board of Elders.

## **ARTICLE 4 OFFICERS**

### **4.01—DESIGNATION OF CORPORATE OFFICERS**

As an accommodation to legal relationships outside the church, the Lead Pastor shall serve as president of the corporation; the chairman of the Board of Elders (not a staff member) shall serve as vice president of the corporation; the church secretary shall serve as secretary of the corporation; and the church treasurer shall serve as treasurer of the corporation.

### **4.02—CHURCH OFFICERS**

The church officers are Lead Pastor, the chairman of the Board of Elders, the Board of Elders members, secretary, treasurer, and any other officers the church deems necessary.

### **4.03—ELIGIBILITY FOR CHURCH OFFICERS**

- A. The church shall not install or retain an officer who fails to adhere to or expresses disagreement with the statement of faith set forth in Article 2. All church officers, upon request of the Lead Pastor, shall affirm in writing their agreement with the statement of faith.
- B. All church officers must be approved initially and thereafter annually by the Lead Pastor to commence or continue in their offices.
- C. Only church members are eligible for election or appointment to any church office or position. Affiliated co-laborers with this church are not eligible for such election or appointment.

### **4.04—DESIGNATION OF CHURCH OFFICERS**

The annual designation of officers, other than the staff, shall be at the discretion of the Board of Elders.

### **4.05—TERMS OF SERVICE FOR OFFICERS**

- A. The relationship between the Lead Pastor and the church shall be permanent unless dissolved at the option of either party by the giving of a month's notice, or less by mutual consent. The severance of the relationship between the Lead Pastor and the church may be considered at any regular or special church business meeting by following the procedures outlined in Article 6, provided notice of the meeting is given from the pulpit to the church two Sundays prior to the meeting. A majority of the eligible members present, and voting shall be required to remove the Lead Pastor from office. Disciplinary removal of the Lead Pastor from office automatically terminates his membership.

- B. Any other Board of Elders member may be removed from office before his term expires for any reason stated or unstated upon motion by any Board of Elders member and an affirmative majority vote of the other Board of Elders members at a duly called meeting of the Board of Elders. No congregational vote is necessary for Board of Elders member removal. This process is intended to protect the personal or private information of any Board of Elders member being removed from office.
- C. The term of service for all offices and positions in the church, except the Lead Pastor and other staff members, shall be one year, at the expiration of which the officers may be re-appointed.
- D. A vacancy occurring in any office, except in the case of the Lead Pastor, may be filled at any regular church business meeting by a majority affirmation of eligible members present.
- E. All appointed officers shall serve in their respective offices until their successors are duly appointed, unless removed for disciplinary reasons.

#### **4.06—CALLING A LEAD PASTOR**

Upon the resignation, death, or dismissal of the Lead Pastor, the church shall seek a candidate who subscribes to the statement of faith and bylaw provisions of the church and whose life aligns with the qualifications of a Lead Pastor as described in I Timothy 3:1-7 and Titus 1:6-9. The church shall abide by the following guidelines for calling a Lead Pastor:

- A. The Board of Elders shall select a pulpit committee to consist of all Board of Elders members and up to five other members designated by a majority vote of the Board of Elders. The pulpit committee shall interview potential candidates and will only consider men who completely subscribe to the statement of faith and who have read these bylaws.
- B. The interview process for selecting a Lead Pastoral candidate shall include, at a minimum, the following: a background check, a credit check, a reference check, and the filling out of a detailed application that explains the potential candidate's philosophy of ministry as well as his positions on issues of doctrinal significance.
- C. Upon a majority vote of the pulpit committee, the pulpit committee will formally announce the candidate to the church, after which the candidate must preach at least one regularly scheduled church service and be available for a church-wide question/answer time prior to being affirmed by the church membership.
- D. Notice from the pulpit must be given 2 consecutive Sundays prior to a formal candidate's preaching service(s), and 2 consecutive Sundays prior to a meeting for the church membership affirmation.
- E. The candidate must be affirmed as Lead Pastor by a majority of qualified members present and qualified to vote. This affirmation shall be confirmed by a written, secret ballot at a meeting at which the candidate is not present. The pulpit committee will only present for consideration to the membership one candidate at a time, and an up or down vote must be cast prior to consideration of other potential candidates.

### **ARTICLE 5 DUTIES AND POWERS OF OFFICERS**

#### **5.01—THE LEAD PASTOR**

- A. The Lead Pastor shall preach the Gospel regularly and shall be at liberty to preach the whole counsel of the Word of God. He shall administer the ordinances of the church; act as moderator, or appoint a

moderator, at all church meetings for the transaction of church matters; supervise the teaching ministries of the church; and watch over the spiritual interests of the membership. In all conflicts regarding interpretation of Scripture, the Lead Pastor has the final authority.

- B. The Lead Pastor and Board of Elders, on behalf of the church, shall establish committees and appoint the members of the various committees at the annual church business meeting or, in the case of a vacancy or newly created committee, at any duly called special meeting. The Lead Pastor shall serve as the president of the corporation. He shall extend the right hand of fellowship to all new members on behalf of the church and shall perform such other duties as generally appertain to the position of Lead Pastor. He shall be free to choose the means and methods by which he exercises the ministry God has given him.
- C. All public worship and Bible study and the arrangements thereof, including time and place, and the use of the property belonging to the church for any other purposes, are under the control of the Lead Pastor and staff, who, with the advice and counsel of the Board of Elders, shall be able to determine the appropriateness of all property use, as well as persons permitted to use the church property.
- D. The Lead Pastor shall be responsible to fill the pulpit for each regularly scheduled church service as well as any special services. In the event of his absence, he (or the chairman of the Board of Elders in the case of a vacancy in the office of Lead Pastor or where the Lead Pastor is temporarily unable to perform his duties) shall be responsible to invite speakers from within the membership or outside the church to preach in a manner consistent with the beliefs articulated in the statement of faith.
- E. The Lead Pastor and the Board of Elders shall be responsible to establish mandatory safety and security procedures for all ministries and programs. There will be a zero-tolerance policy with regard to abuse of minors, and any reasonable suspicions of child abuse alleged to be perpetrated by staff, volunteers, members or non-members will be reported to the appropriate law enforcement or child abuse prevention authorities. The Lead Pastor or his designee will be responsible to provide yearly child abuse prevention training for all staff and volunteers.

## **5.02—THE BOARD OF ELDERS**

- A. The Board of Elders shall assist the Lead Pastor in promoting the spiritual welfare of the church, in conducting the church services, and in performing all other work of the church. The Board of Elders is responsible for making preparations to observe church ordinances and shall consider applications for church membership and affiliated co-laborers. The Board of Elders shall consider benevolence needs, disburse the benevolence fund in cooperation with the Lead Pastor, and assist the Lead Pastor in all other evangelistic efforts of the church. The Board of Elders shall assist the Lead Pastor in caring for the administrative needs of the church's various ministries. They shall provide the pulpit supply and choose a moderator for church meetings if the Lead Pastor is unavailable, or the office of Lead Pastor is vacant. Upon the death, resignation, or dismissal of the Lead Pastor, the Board of Elders may appoint a pulpit committee.
- B. Following the annual church business meeting, the Board of Elders shall assemble and appoint, from their own number, a chairman and a secretary for the Board of Elders.
- C. The Lead Pastor and the officers of the Board of Elders shall constitute the board of directors of the corporation. In addition to the various powers specifically granted the Board of Elders under these bylaws, the Board of Elders has authority to exercise the following powers, upon authorization by a majority vote of the eligible members at a duly called business meeting:
  - 1. To purchase, lease, or otherwise acquire real and personal property on behalf of the church, and to take real and personal property by will, gift, or bequest on behalf of the church.



2. To sell, convey, alienate, transfer, lease, assign, exchange, or otherwise dispose of, and to mortgage, pledge, or otherwise encumber the real and personal property of the church; to borrow money and incur indebtedness for the purpose and use of the church; to cause to be executed, issued, and delivered for the indebtedness, in the name of the church, promissory notes, bonds, debentures, or other evidence of indebtedness; and to secure repayment by deeds of trust, mortgages, or pledges.
  3. To exercise all powers necessary for the dissolution of the church corporation.
  4. To maintain the duties of loyalty to the church, confidentiality of church information, and fiduciary care regarding church finances, and a spiritual duty to pray for and support the church with their time, talents, and treasures.
- D. All powers of the Board of Elders (or other appointed group) shall be compatible with the laws of the state of Ohio.
- E. The Board of Elders shall, in conjunction with the Lead Pastor, conduct an annual ministry liability and safety review of the following policies and/or topics: child protection, including but not limited to worker screening procedures, child abuse reporting procedures, and worker training on child abuse prevention; building safety; security measures; insurance; financial accountability; transportation; sexual harassment.
- F. Each Board of Elders member shall review the bylaws annually and shall bring suggested changes to a meeting of the Board of Elders that has been designated for the purpose of reviewing the bylaws.

### **5.03—SECRETARY**

The secretary, along with any assistant or co-officer or church clerk, shall:

- A. Certify and keep at the office of the church the original bylaws or a copy, including all amendments or alterations to the bylaws; minutes of meetings; the membership roll, baptisms, and records of any special events which are of historical interest to the church; and shall deliver such documents to his or her successor upon leaving office.
- B. Maintain and file minutes of all church business and Board of Elders meetings, including the time and place of holding, the notice given, the names of those present unless a church-wide meeting, and an accurate record of all church business approved at each meeting. A copy of these minutes shall be kept as a permanent record of the church and shall be made available at all reasonable times to the proper person on terms provided by law and pursuant to these bylaws.
- C. Sign, certify, or attest documents as may be required by law; and see that reports, statements, certificates, and all other documents and records required by law are properly kept and filed.
- D. See that all notices are duly given in accordance with the provisions of these bylaws. In case of the absence or disability of the secretary, or his or her refusal or neglect to act, notice may be given and served by the Lead Pastor or by the chairman of the Board of Elders.
- E. Serve as the secretary of the corporation and be a member in good standing.

### **5.04—TREASURER**

The church treasurer, along with any assistant or co-officer, shall:

- A. Count, or cause to be counted, with at least two unrelated persons so appointed, and record in a permanent record all monies received as church offerings. This shall be done following each church service or day of services.

- B. Convey in a timely manner all funds received to the person designated by the Board of Elders for verification and deposit in the bank, including monies received from outside sources.
- C. Maintain a permanent weekly record of individual giving for all donations, offerings, contributions and gifts, and guard the confidentiality of these records. Issue an official receipt to each contributor at the end of the fiscal year.
- D. Keep in the church office an accurate and permanent record of all financial transactions of church funds; make reports of itemized disbursements and the financial condition of the church as requested by the Lead Pastor and the Board of Elders, and for annual, quarterly or otherwise special or regular business meetings; and deliver such records to his or her successor upon leaving office.
- E. Serve as treasurer of the corporation and be a member in good standing.

#### **5.05—DUTIES OF ALL OFFICERS**

- A. All officers shall prepare a written report of their work for the annual church business meeting and shall surrender all records in their possession to the church secretary at the close of their term of office to be filed as a permanent record of the work of the church. All records are the property of the church and must be kept in the church office.
- B. Any officer who neglects his or her duties as outlined in the bylaws for a period of three months may be removed from office, at the discretion of the Lead Pastor, and another may be appointed by the Lead Pastor to serve the remainder of the term.

### **ARTICLE 6 CHURCH BUSINESS MEETINGS AND MEETINGS OF THE BOARD OF ELDERS**

#### **6.01—ANNUAL CHURCH BUSINESS MEETING**

- A. The annual church business meeting, for the affirmation of officers and the transaction of other business, shall be held in November. A quorum shall consist of the eligible members present. Public notice of the meeting shall be given from the pulpit for two successive Sundays immediately preceding the meeting.
- B. The Lead Pastor or his designee shall serve as moderator of church business meetings. In the temporary absence of the Lead Pastor, or if the office of Lead Pastor is vacant, the Board of Elders chairman or his designee shall serve as moderator. In the event of a conflict of interest, the Board of Elders may substitute a moderator.
- C. The moderator shall determine the rules of procedure according to his sense of fairness and common sense, giving all members a reasonable opportunity to be heard on a matter. The moderator is the final authority on questions of procedure, and his decision is final and controlling.
- D. For any meeting under this article, the moderator, at his discretion or the discretion of the Board of Elders, shall have full authority to require nonmembers (or children, if circumstances so warrant) to leave the meeting room and to order the immediate removal of any member or other person present who is deemed by the moderator to be disruptive to the proceedings by act or presence. If the moderator determines that compliance with his order of removal is unsatisfactory, he may, in his sole discretion, revoke the disruptive person's right to remain on the premises and treat the person as a trespasser.

- E. Church business meetings, including the annual church business meeting and special meetings, may be held by electronic video means for the transaction of any business normally conducted during in-person church business meetings. A quorum shall be all eligible voting members attending the virtual meeting, and voting shall be conducted by any means deemed acceptable by the Board of Elders. Notice of business meetings and other notice required by these bylaws shall be provided by email, the church website, social media site, text message, and/or other methods deemed by the Board of Elders to be most likely to reach church members at least 2 weeks before the meeting. Such notice satisfies “notice from the pulpit” when that method of notice is otherwise required by these bylaws. Attendance at the meeting without protest shall be deemed waiver of notice.
- F. The fiscal year of the church shall begin January 1 and end December 31.

## **6.02—CHURCH SPECIAL BUSINESS MEETINGS**

The Lead Pastor (or the Board of Elders if the office of Lead Pastor is vacant or if the Lead Pastor is incapacitated or is the subject of possible disciplinary action) may call a special church business meeting by giving notice from the pulpit to the church of such a meeting and the purpose for which it is called at least one Sunday and not less than one week prior to said meeting. A meeting for the calling of a Lead Pastor or for the discipline or removal of the Lead Pastor shall be called in accordance with the provision of sections 4.05 and 4.06.

## **6.03—VOTING AT CHURCH BUSINESS MEETINGS**

Voting at any church business meeting is limited to eligible members in good standing with the church who are physically present at the meeting; an exception to this in-person vote requirement exists if the church is meeting electronically as permitted by section 6.01 section E of these bylaws. Absentee voting is not permitted, and any member who is undergoing church discipline at the time of a vote is not permitted to vote. A majority vote will constitute the requisite number of votes for passage of amendments and motions; by the members voting in a church business meeting.

## **6.04—MOTIONS AT CHURCH BUSINESS MEETINGS**

Members who desire that a certain motion be made, or subject matter be discussed during an annual, regular, or special business meeting must file a written recommendation with the Lead Pastor and Board of Elders two weeks prior to the set meeting, who will then consider the proposal and proceed according to their conscience and what they understand to be in the best interests of the church. All other motions will be presented by the Lead Pastor and/or chairman of the Board of Elders (or other moderator if the office of Lead Pastor is vacant) unless the Lead Pastor and/or the Board of Elders has delegated authority to another member and/or officer to raise certain motions. No motions will be made from the floor.

## **6.05—MEETINGS OF THE BOARD OF ELDERS**

- A. Regular Meetings. Regular meetings of the Board of Elders shall be held at such time and place as the Board of Elders determines.
- B. Special Meetings. The Lead Pastor or any two Board of Elders members may call a special meeting of the Board of Elders at any time, and nothing contained in this article shall be construed as limiting, fixing, or affecting the time or date when a meeting called by action of the Board of Elders may be held.
- C. Notice of Meetings
  - 1. Requirement of Notice: Notice shall not be required for regularly scheduled meetings of the Board of Elders unless there has been a change to the time, date, or location of such regularly scheduled meetings, in which case notice shall be given in accordance with this section of the bylaws. Notice

shall be provided in accordance with the provisions of this section for all special meetings of the Board of Elders.

2. Method of Notice: Notice shall be sent to each Board of Elders member for special meetings by means of the secretary's chosen method of communication, whether by postal mail, phone, or electronic communication at each Board of Elders member's address or phone number as it appears in the records of the church or as supplied by the Board of Elders member to the secretary for the purpose of notice. Notice shall be given by or at the direction of the chairman or the Lead Pastor. In the event the Lead Pastor or chairman refuses to give notice, any Board of Elders member may give notice of any meeting. The secretary is responsible to verify that notice is duly provided.
  3. Content of Notice: Notice of any special meeting shall state the time, place, and purpose of the meeting.
  4. Time of Notice: Notice of any special meeting shall be delivered by the person charged with giving notice, not less than two days before the date of the meeting.
  5. Waiver of Notice: A Board of Elders member may waive notice of a meeting of the Board of Elders by written statement, and attendance by the Board of Elders member at the meeting without protest shall be deemed waiver of notice.
- D. Quorum. A quorum for meetings shall consist of a majority of the Board of Elders. If a quorum is not attained, then those present shall adjourn the meeting to a new date certain duly noticed to all Board of Elders members for not more than ten days thereafter, at that later-noticed meeting a quorum shall consist of those Board of Elders members then present.
- E. Roles. At every meeting of the Board of Elders, the chairman, or in his absence, the officer designated by the chairman or in the absence of a designation, the person (who shall be one of the officers, if any is present) chosen by a majority of the Board of Elders members present, shall act as chairman and/or moderator, and shall conduct the meeting in an orderly manner as determined by the chairman. The secretary of the Board of Elders shall act as secretary of all meetings and shall take accurate minutes of Board of Elders meetings and promptly deliver such minutes to the church secretary. In the absence of the Board of Elders secretary, the chairman may appoint another person to act as Board of Elders secretary of the meeting.
- F. Participation in Meetings. Any one or more Board of Elders member may participate in a meeting of the Board of Elders by means of a conference telephone, web-based conference, or similar communications equipment or device, by means of which all persons participating in the meeting can hear each other at the same time. Participating by such means shall constitute presence in person at a meeting for purposes of determining if a quorum is present.

## **ARTICLE 7 EDUCATIONAL MINISTRIES**

### **7.01—PURPOSE**

The church believes that the home and church are responsible before God for providing a Christian education. To help fulfill this responsibility of imparting biblical truth and furthering the Great Commission, this church shall establish and maintain an educational program for the purposes of winning souls to Christ and teaching Bible doctrine, godly worship, and biblical Christian living. To this end, the church shall engage in educational ministries.

### **7.02—CHURCH PARTICIPATION**

All educational programs or courses of instruction formulated and offered by the church shall be primarily for the benefit of the members of the church; however, the Lead Pastor and Board of Elders, on behalf of the

church, may permit non-church members to participate in church educational programs or courses of instruction if they deem it in the best interests of the church.

### **7.03—AGREEMENT WITH STATEMENT OF FAITH**

All educational programs or courses of instruction shall be conducted as an integral and inseparable ministry of the church and shall be taught and presented in full agreement with the statement of faith of the church and the inerrant Word of God. The church shall not hire, appoint, or retain any employee or volunteer for its educational programs who fails to adhere to or who expresses disagreement with the statement of faith or who adopts or lives a lifestyle inconsistent with the beliefs and practices of the statement of the faith, whether in or out of the classroom.

## **ARTICLE 8 COMMITTEES AND LEADERSHIP TEAM**

### **8.01—COMMITTEES**

The Lead Pastor and Board of Elders, on behalf of the church, may designate or form any committees and may appoint members and/or chairpersons of said committees as considered by the Lead Pastor and Board of Elders to be in the best interests of the church. These committees will be temporary (special) committees only.

### **8.02—ACTIONS OF COMMITTEES**

Committees have no authority to act on behalf of the corporation. Their primary function is to research and recommend. Committees shall make available upon request all records and materials to the Lead Pastor and Board of Elders, who shall have the right to overrule any plans or decisions made by the committee. Each committee shall have a secretary who keeps and timely submits minutes of each meeting to the Lead Pastor and church secretary to be filed with church records. If deemed appropriate by the Lead Pastor and Board of Elders, the committee secretary, in conjunction with the committee chairman, will submit an annual report to the church of the decisions and plans of the committee.

### **8.03—LEADERSHIP TEAM**

The Lead Pastor and Board of Elders, on behalf of the church, may appoint members and/or leaders of said Leadership Team as considered by the Lead Pastor and Board of Elders to be in the best interests of the church. This Leadership Team will be a standing committee only.

### **8.04—ACTIONS OF LEADERSHIP TEAM**

The Leadership Team's primary function is to advise the Lead Pastor and Board of Elders on the issues that are specific to their area of expertise (i.e. building, food, age-based ministries, etc.) The Lead Pastor and Board of Elders shall reserve the right to recommend changes to any plans or decisions made by the Leadership Team.

## **ARTICLE 9 DESIGNATED CONTRIBUTIONS**

From time to time the church, in the exercise of its religious, educational, and charitable purposes, may establish various funds to accomplish specific goals. If the church receives a designated contribution for these funds or for any other designated purpose, the church will attempt to honor the designation; however, all designated contributions shall be deemed advisory rather than legally mandatory in nature and shall remain subject to the exclusive control and discretion of the Lead Pastor and the Board of Elders.

No fiduciary obligation shall be created by any designated contribution made to the church other than to use the contribution for the general furtherance of any of the purposes stated in section 1.02.

## **ARTICLE 10 CONFLICT OF INTEREST POLICY**

### **10.01—PURPOSE**

The purpose of this conflict-of-interest policy is to protect the church's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the church or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state or federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

### **10.02—DEFINITIONS**

- A. Interested Person: Any director, officer, or member of a committee with governing Board of Elders-delegated powers who has a direct or indirect financial interest.
- B. Financial interest: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
  - 1. An ownership or investment interest in any entity with which the church has a transaction or arrangement;
  - 2. A compensation arrangement with the church or with any individual or entity with which the church has a transaction or arrangement; or
  - 3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the church is negotiating a transaction or arrangement.
  - 4. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the Board of Elders of directors decides that a conflict of interest exists.
- C. Compensation: Direct and indirect remuneration as well as gifts or favors that are not insubstantial.
- D. Board of Elders: The board of directors of the church. The Lead Pastor and Board of Elders will determine procedures for determining a possible conflict of interest.

### **10.03—PROCEDURES**

- A. Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Board of Elders and, if applicable, members of committees with governing Board of Elders-delegated powers considering the proposed transaction or arrangement.
- B. Determining whether a Conflict of Interest exists. After disclosure of the financial interest and all material facts, including any presentations by and discussion with the interested person, he or she shall leave the Board of Elders or committee meeting while the determination of a conflict of interest involving the transaction or arrangement is discussed and voted upon. The remaining Board of Elders or committee members (as applicable) shall decide, by a majority vote, if a conflict of interest exists.
- C. Procedures for Addressing the Conflict of Interest
  - 1. The chairman of the Board of Elders shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

2. After exercising due diligence, the Board of Elders or committee shall determine whether the church can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
3. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of Elders shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the best interests of the church, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

**D. Violations of the Conflict-of-Interest Policy**

1. If the Board of Elders or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
2. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board of Elders determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**10.04—RECORDS OF PROCEEDINGS**

- A. The minutes of the Board of Elders shall contain the names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board of Elders or committee's decision as to whether a conflict of interest in fact existed.
- B. The minutes of the Board of Elders also shall contain the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

**10.05—COMPENSATION**

- A. A voting member of the Board of Elders or any committee who receives compensation, directly or indirectly, from the church for services rendered may not vote on matters pertaining to that member's compensation.
- B. A voting member of the Board of Elders or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the church, either individually or collectively, are not prohibited from providing information to any committee regarding compensation.

**10.06—ANNUAL STATEMENTS**

Each director, officer, and member of a committee with governing Board of Elders-delegated powers shall annually sign a statement which affirms such person has received a copy of the conflict of interest policy; has read and understands the policy; has agreed to comply with the policy; and understands the organization is charitable and in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

**10.07—PERIODIC REVIEWS**

To ensure the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- A. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining.
- B. Whether partnerships, joint ventures, and arrangements with management organizations conform to the church's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or an excess benefit transaction.

#### **10.08—USE OF OUTSIDE EXPERTS**

When conducting the periodic reviews as provided for in 10.07, the organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of Elders of its responsibility for ensuring periodic reviews are conducted.

### **ARTICLE 11 BINDING CHRISTIAN ARBITRATION**

#### **11.01—SUBMISSION TO ARBITRATION**

Members of the church must agree to submit to binding Christian arbitration any legal matters within the church that cannot otherwise be resolved, and expressly waive any and all rights in law and equity to bring any civil disagreement before a court of law, except that judgment upon the award rendered by the arbitrator may be entered in any court having jurisdiction thereof.

#### **11.02—ARBITRATION PROCEDURES**

The procedures for arbitration shall be as adopted by the Board of Elders. If the Board of Elders has not adopted procedures, the church will use arbitration procedures provided by the National Center for Life and Liberty. This arbitration provision is ecclesiastical and faith-based in nature and is intended to operate under the rules and guidelines of this local church. It is not intended to operate under any state or federal guidelines for arbitration.

### **ARTICLE 12 TAX-EXEMPTION PROVISIONS**

#### **12.01—PRIVATE INUREMENT**

No part of the net earnings of the church shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the church shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in section 1.02 hereof.

#### **12.02—POLITICAL INVOLVEMENT**

No substantial part of the activities of the church shall be the carrying on of propaganda or otherwise attempting to influence legislation. To the extent prohibited by law, the church shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.



### **12.03—DISSOLUTION**

Upon the dissolution of the church, the Board of Elders shall, after paying or making provision for payment of all the liabilities of the church, dispose of all assets of the church to such organization or organizations formed and operated exclusively for religious purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as the Board of Elders shall determine. Assets may be distributed only to tax-exempt organizations that agree with the church's statement of faith.

### **12.04—NONDISCRIMINATION POLICY**

The church shall not discriminate against members, applicants for membership, students, or others on the basis of race, color, nationality, or ethnic origin; however, as a religious institution it reserves the right to deny or terminate employment or to deny or terminate any other status of persons whose lifestyle, words, actions or otherwise do not align with the church's statement of faith, standard of conduct or other policies of the church. This policy statement is not intended to waive the ministerial exception or any other exception or exemption to federal, state, or local antidiscrimination laws or regulations.

### **12.05—LIMITATION OF ACTIVITIES**

Notwithstanding any other provision of these bylaws, the church shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes stated in section 1.02.

## **ARTICLE 13 AMENDMENTS**

These bylaws may be revised or amended by a majority vote of the eligible members present and voting at any regular church business meeting, provided that said revision or amendment is announced from the pulpit for at least two consecutive Sundays, and at least fourteen days before the vote is taken. Proposed amendments or changes must be made available to voting members for review at least one week prior to the meeting at which the vote to amend the bylaws will be taken. Amendments become effective immediately upon a majority vote approving same.

These bylaws were adopted by a majority vote of the members present and voting at a duly called meeting of the church in which a quorum was present.

These bylaws supersede any other bylaws of Refuge Community Church.

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Date

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Secretary (*Printed name and signature*)