



THE BYLAWS OF GRACEPOINT CHURCH

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ARTICLE 1: NAME AND ORGANIZATION

The name of the corporation and church is GracePoint Church (“GracePoint,” “GPC” or “the Church”).

ARTICLE 2: PURPOSE

The purpose of this Church shall be to glorify God. It shall seek to attain this end through the public worship of God, the preaching of the Holy Scriptures, consistent Christian living by its members, personal evangelism, missionary endeavor and Christian education (Eph. 1:5-14; Col. 1:9-10; Matt. 5:16; 1 Pet. 2:9-12).

ARTICLE 3: INCORPORATION; OVERVIEW OF GOVERNANCE ROLES

The Church is incorporated under the laws of the State of Maryland as a nonstock religious corporation, so that under state law, it may own, provide and/or maintain a place of worship (including suitable real estate and buildings), receive, hold and disburse gifts, bequests and funds, and/or do all and sundry things necessary or incident to carry on such purpose.

The Elders (“Elders” or “Elder Team”) are responsible for the Church’s spiritual direction, ministry oversight, and overall governance. The Trustees are responsible for the Church’s corporate, financial, and legal affairs and shall exercise those responsibilities in accordance with the fiduciary duties applicable to a nonstock religious corporation under federal and Maryland law. The Elder Team and the Management Team together constitute the “Leadership Team.” In order to harmonize the Church’s spiritual leadership and corporate governance, the Leadership Team, after consultation with both the Elder Team and the Management Team, shall nominate candidates for each open Trustee position before the fourth quarter Congregational Meeting from among the members of the Leadership Team. The Active Members of the Church shall elect the required number of Trustees from among the nominees at the fourth quarter Congregational Meeting, as provided in these Bylaws, the Articles of Incorporation, and applicable Maryland law. If a nominee is not elected, or if a Trustee position otherwise becomes vacant, the Leadership Team, after consultation with both the Elder Team and the Management Team, shall nominate another qualified candidate from among the members of the Leadership Team, and the vacancy shall be filled by vote of the Active Members at a regular or special Congregational Meeting called for that purpose in accordance with the Articles of Incorporation, these Bylaws, and applicable Maryland law. The Trustees shall elect the President, Secretary, and Treasurer, and may elect a Vice President, at the first meeting of the Trustees following the fourth quarter Congregational Meeting. The President and Vice President, if any, shall be elected from among the Trustees and will be Elders; the Secretary and Treasurer need not be Trustees or Elders unless

otherwise required by these Bylaws. Each officer shall serve for the term and with the responsibilities specified in these Bylaws.

ARTICLE 4: STATEMENT OF FAITH

The Statement of Faith of GracePoint Church is harmonized with Holy Scripture and the general beliefs of Christianity. Though we have no official creed, our Statement of Faith is as follows:

- We believe that the scriptures of the Old and New Testament are verbally inspired by God and are inerrant and infallible in the original writings. They are of supreme and final authority in all matters of life. **(John 20:30-31, 2 Timothy 3:16)**
- We believe in the sovereign God, who in holy love creates, sustains, and orders all. We worship the one true God eternally co-existing as Father, Son, and Holy Spirit. **(Psalm 116:5, 1 John 4:7-9)**
- We believe that, as the incarnate Son of God, Jesus Christ was begotten by God, conceived by the Holy Spirit and born to the virgin Mary. **(Isaiah 53:5, Philippians 2:5-11, Hebrews 12:2)**
- We believe in the Holy Spirit, the third person of the Trinity. He convicts people of sin, calls them to repentance, and baptizes them into union with Christ and His Church. By the guidance of the Holy Spirit, the Church is united in doctrine and action. He empowers the preaching, teaching, and understanding of the Gospel. The Holy Spirit empowers the Church for service, comforts us in suffering, is present with us in time of persecution, intercedes for us in our weakness, guarantees the redemption of our bodies, and assures the future redemption of creation. **(John 14:26, Romans 5:5)**
- We believe that mankind was created in the image of God, sinned, and thereby incurred not only physical death, but spiritual death, which is separation from God, and that human beings are born with a sinful nature. Only through Christ's sacrifice, His shed blood and broken body on the cross, are we atoned for our sins and reconciled to God **(Romans 3:25, 1 Peter 2:24, Hebrews 9:12)**
- We believe that through Jesus' atonement on the cross, humanity is delivered from the stronghold of sin, reconciled to God, and justified based on His shed blood. **(Romans 3:25, Romans 4:24-25, 2 Corinthians 5:18-20)**
- Salvation occurs then, by the power of God's grace, when, in faith, we fully surrender our sinful nature to God, accepting Christ's sacrifice, and turn from our sinfulness, into new life in Jesus. **(1 John 2:2, Ephesians 2:8, Acts 3:19)**
- We believe that those who acknowledge Jesus Christ as Lord and Savior are the one true Church. Together the Church constitutes the body of Christ with Jesus as the head. The Church is the new community of disciples sent into the world to proclaim the kingdom of God and to display the hope of Jesus. Jesus has commissioned the Church to make

disciples of all nations, baptizing them, and teaching them to observe all things he has commanded. The Church is guided by congregationally called and elected servant leaders and supported by the wise stewardship of God's people. **(Colossians 1:15-20, Matthew 28; Titus 1:6-9)**

- We believe that the ordinances of the Church, given by the Lord, are Baptism and the Lord's Table (Communion). The ordinance of baptism by immersion in water **(Matthew 28:19)** shall be administered to all those who have repented of their sins and who have believed on the Lord Jesus Christ to the saving of their souls, and who give clear evidence of their salvation. **(Romans 6:3-5; Colossians 2:12)** The ordinance of the Lord's Supper (communion) shall be observed regularly as enjoined in the Scriptures. **(Luke 22:19,20; 1 Corinthians 11:23-26)**
- We believe in the Kingdom of God. The Church lives under God's rule presently, as we worship Jesus as Lord, gives total allegiance to Jesus, and lives out a foretaste of the Kingdom of God. The Church anticipates the fulfillment of God's Kingdom, when Jesus returns. At that time, all creation will face judgment, witness the end of the present age, experience a new heaven and a new earth, and enjoy the fulfillment of God's Kingdom, as His people live with Jesus forever, in righteousness and peace. **(1 Corinthians 14:26, Ephesians 1:22-23, 1 Peter 2:5).**

This Statement of Faith may be excerpted by the Church for public dissemination but may not be substantively altered without an Amendment to these Bylaws.

ARTICLE 5: THE CONSTITUTION OF THE CHURCH

a. Functions of the Church.

As set forth in the Great Commission spoken by Jesus **(Matthew 28:18-20)**, the Church is defined as having an inner and outer function. The inner function of the Church is to nurture its members, seeking to lead everyone to rebirth, continual spiritual growth in Jesus Christ, and being a community of Christ followers who love each other and share precious fellowship together. The outer function of the Church is to be in mission, inviting persons in the world to believe Jesus Christ is the Son of God who was raised from the dead and confess Him as Lord of their lives. **(Romans 10:9-10)**

These two major functions of the Church are achieved through an active ministry of stewardship, encouraging members/participants to sacrificially give their time, talent, and material resources. The congregation is a basic unit of the larger church at work in the world. Servants of the Lord must be alert to the needs and the opportunities about them and be led of God's Holy Spirit in every aspect of their ministry, creatively communicating the Word and the love of God.

b. Church Values, Mission and Vision

The values or core commitments of GracePoint Church are: passionate faith in the Gospel of Jesus Christ and the authority of the Holy Scriptures, worship to include the faithful expositional preaching of Holy Scripture, generosity, community, humble service, and mission.

The GracePoint Church vision is to be the most faithful, sacrificial, and vibrant Christian community in the region God has planted us.

The mission of the GracePoint Church is to LOVE God and others, PROCLAIM the gospel of Jesus Christ, and REACH people with the Good News to glorify God.

c. Ministry Philosophy

The Ministry Philosophy of GracePoint Church can be summarized as follows:

We are to be the people of God, led by the Spirit of God through the Word of God, to do the work of God. We seek to bring to maturity disciples of Jesus Christ for the glory of God. We will trust in the working of the Holy Spirit through the preaching and teaching of God's inerrant and infallible Word. It is through the Word of God that the Holy Spirit works in the lives of believers to encourage them in obedience to the Lord; to ground them with biblical wisdom and knowledge; and to call them to fulfill their roles within the church, their families, and their community. We trust that God's grace will encourage authentic, loving relationships within and outside the body of Christ, which will ultimately result in the propagation of the Gospel of Jesus Christ.

We will endeavor to be sacrificial in our endeavors to propagate the Gospel, with the aim of serving others as Jesus exemplified (**Mark 10:42, Philippians 2:7**) and the Apostles taught (**1 Corinthians 9**) to "win more of them" (**1 Cor. 9:19-22**). We acknowledge that a sacrificial approach to ministry will require conviction in the truth of His Word, courage as we follow the leading of the Spirit to shine the light of Christ in the darkness of hearts and culture, collaboration within and outside the body to fully utilize the giftedness of Christ's church, and creativity in how we bring the Gospel to the dynamic ministry contexts to which we are called both individually and as a church family.

d. Church Government

The Church shall have the right to govern itself according to the standards of Holy Scripture, "endeavoring to keep the unity of the Spirit in the bond of peace...till we all come in the unity of the faith, and of the knowledge of the Son of God, unto a perfect man, unto the measure of the stature of the fullness of Christ" (**Ephesians 4:3, 13**).

The said Church shall have the power to adopt and use a common seal, and to make such rules as may be needed for the government of the said Church not being contrary to the Constitution and

laws of the United States or of the State of Maryland. While maintaining its inherent rights to independence and sovereignty in the conduct of its own affairs, this Church shall be governed by the Holy Word of God, the Bible, and by the principles, rules, faith, and practices adopted by the Elders of this Church, as well as by applicable federal and Maryland statutes and law.

A. Trustees Required by Maryland Law.

1. Number. There shall be at least four (4) Trustees of the Church. The original Trustees named in the Articles of Incorporation shall serve until their successors are elected by the congregation and qualify in accordance with the Articles of Incorporation, these Bylaws, and applicable Maryland law. The Trustees shall be nominated by the Leadership Team from among the members of the Leadership Team and elected by the Active Members of the Church.

2. Qualifications. Trustees must meet the spiritual qualifications of leadership outlined in God's Word (*see* 1 Timothy 3:1-8, Titus 1:5-9 regarding Elders). Trustees shall be Elders, even though the offices of Trustee (a corporate office) and Elder (a spiritual office) are distinct even if a single individual occupies both offices simultaneously as contemplated in these Bylaws.

2. Election; Vacancy. The Trustees shall be elected by the Active Members at the fourth quarter Congregational Meeting, which shall be held in October of each year, for three (3) year terms beginning the following January. Trustees may serve no more than two (2) consecutive terms and shall serve until their successors are elected by the congregation and qualify in accordance with the Articles of Incorporation, these Bylaws, and applicable Maryland law. A vacancy in the office of Trustee, or the replacement of a Trustee, shall be addressed only in accordance with the Articles of Incorporation and applicable Maryland law. Any vacancy in a Trustee position shall be filled by vote of the Active Members at a regular or special Congregational Meeting called for that purpose, following nomination by the Leadership Team after consultation with both the Elder Team and the Management Team. The person elected to fill the vacancy shall serve for the unexpired portion of the term of the Trustee whose vacancy is being filled and until a successor is elected by the congregation and qualifies.

3. Duties. Under Maryland law, the Trustees must:

- i. With the assistance of the Secretary, keep an accurate record book that includes the charter documents of the corporation, Bylaws, minutes and consents of governing body meetings, required corporate licenses, and Active Members;
- ii. Allow inspection of the record book by members of the Church; and
- iii. Allow the proceedings recorded in the record book to be presented before a public meeting, if required by five or more members of the Church.

4. Powers. Under Maryland law, the Trustees have the power to:

- i. Have perpetual existence under the name of the religious corporation;
- ii. Purchase, take, or acquire by gift, bequest, or in any other manner and hold any interest in any assets in the State;
- iii. Use, lease, mortgage, sell, or convey the assets in the manner that the Trustees consider most conducive to the interest of the corporation;
- iv. Generally manage any assets of the corporation; and
- v. Adopt rules and ordinances for conducting their affairs as necessary and convenient to accomplish the purpose of the corporation, including (1) appointing the time and place of a meeting of its members; and (2) determining the number of members necessary to constitute a quorum.

5. Delegation. Under Maryland law, the Trustees may by resolution authorize one or more of their members to: (1) execute any instrument required to be executed by the Trustees, including any deed, mortgage, or other conveyance of assets which are to be sold, transferred, or encumbered; and (2) attest and affix to the instrument the corporate seal, if any.

B. Officers Required by Maryland Law.

To fulfill requirements under Maryland law, the legal officers for GracePoint Church shall be elected by the Trustees, in consultation with the Elder Team, at the first meeting of the Trustees following the fourth quarter Congregational Meeting, and shall be the President, Secretary, and Treasurer, together with a Vice President if the Elder Team determines that a Vice President should be elected for that year. The President and Vice President, if any, shall be Trustees, Elders, and active members of the Elder Team. The Secretary and Treasurer shall serve on the Management Team and shall be Active Members of the Church, but need not be Trustees or Elders. Each officer shall continue to serve until a successor is elected and qualifies, unless earlier removed, resigned, or otherwise disqualified under these Bylaws.

The Trustees, in consultation with the Elder Team, may remove any officer from office, with or without cause, at any regular or special meeting of the Trustees. Any officer may resign by giving written notice to the Trustees or the Secretary. A vacancy in any office may be filled by the Trustees, in consultation with the Elder Team, for the unexpired portion of the term.

In addition to the specific duties described above, each officer shall perform such other duties as may be assigned from time to time by the Trustees and such customary duties as are consistent with the office, these Bylaws, the Articles of Incorporation, and applicable law.

1. President. The President shall be a Trustee, an Elder and an active member of the Elder Team. Subject to the direction and authority of the Trustees, the President shall provide general oversight of the legal and corporate affairs of the Church, see that actions and resolutions of the Trustees are carried out, and perform such other duties as may be assigned by the Trustees. The President may preside at meetings of the Trustees unless the Trustees

designate another person to do so. The President, and such other persons as may be authorized by the Trustees or by the President acting within authority granted by the Trustees, may execute instruments and take administrative actions on behalf of the Church consistent with these Bylaws, the Articles of Incorporation, and applicable law.

2. Vice President. The Vice President, if elected, shall be a Trustee, an Elder, and an active member of the Elder Team. Subject to the direction and authority of the Trustees, the Vice President shall perform the duties and exercise the authority of the President in the President's absence, disability, unwillingness, or inability to act, and shall perform such other duties as may be assigned by the Trustees or the President. The Vice President may assist the President in coordinating the legal and corporate affairs of the Church, carrying out actions and resolutions of the Trustees, and executing instruments or taking administrative actions on behalf of the Church when authorized by the Trustees, these Bylaws, or the President acting within authority granted by the Trustees.

3. Secretary. The Secretary shall serve on the Management Team and shall be an Active Member of the Church, but need not be a Trustee or Elder. The Secretary shall keep, or cause to be kept, accurate minutes of meetings of the Elder Team and Trustees, Congregational Meetings, and Management Team meetings; shall maintain those minutes and related corporate records in files provided for that purpose; and shall have custody of the records of the Church, except for financial records assigned to the Treasurer or another officer or team under these Bylaws or Church policy. The Secretary shall give, or cause to be given, notices required for meetings of the Elder Team and the Trustees, Congregational Meetings, and other meetings requiring formal notice, and shall perform such other duties as may be assigned by the Trustees, the Elder Team, the President, or the Management Team.

4. Treasurer. The Treasurer shall serve on the Management Team and shall be an Active Member of the Church, but need not be a Trustee or Elder. The Treasurer shall be the principal financial officer of the Church and shall oversee the financial receipt, disbursement, accounting, and reporting functions of the congregation, subject to the direction of the Elder Team, the Trustees, the Management Team, these Bylaws, and the Church's Financial Policies and Procedures. The Treasurer shall oversee the deposit of Church funds in accounts or depositories approved by the Elder Team, the Trustees, or the Management Team; shall keep, or cause to be kept, full and accurate accounts of receipts and disbursements; shall render financial reports to the Elder Team, the Trustees, the Management Team, and the Congregation as required; and shall disburse or cause the disbursement of Church funds only as authorized by the approved budget, the Elder Team, the Trustees, the Management Team, or applicable Church policy. The Treasurer shall be an ex-officio member without vote of the Operations Committee, if applicable, and shall be bonded in an amount determined by the Management Team. The Treasurer shall prepare, or cause to be prepared, an annual financial report for the preceding fiscal year, including a balance sheet and income statement or comparable financial statements. The annual financial report shall be presented to the Elder Team and Management Team and made available to the Congregation at or before the second quarter Congregational Meeting at which the annual budget is presented.

C. Indemnification and Advancement of Expenses.

To the fullest extent permitted by Maryland law, the Church may indemnify and advance expenses to any person who is or was serving as a Trustee, Elder, officer, employee, volunteer, committee member, or agent of the Church, or who is or was serving at the request of the Church in any such capacity for another entity or ministry, against expenses, judgments, penalties, fines, settlements, and other amounts actually and reasonably incurred in connection with any threatened, pending, or completed action, suit, or proceeding arising by reason of that person's service to the Church.

The rights provided in this section are not exclusive of any other rights to which a person may be entitled under the Articles of Incorporation, these Bylaws, a resolution of the Trustees or Active Members, an agreement, applicable insurance coverage, or otherwise. The Church shall not indemnify or advance expenses to the extent prohibited by Maryland law.

D. Bonding.

A surety company, in an amount determined by the Elder Team (including the Trustees) or the Management Team under authority delegated by the Trustees, shall bond the Treasurer.

E. Church Year and Meetings.

Church programming and ministry operates on a calendar year basis, though the fiscal year shall extend from July 1 through June 30.

F. Rules of Order.

Unless otherwise specified in these Bylaws, the latest edition of *Robert's Rules of Order*, tempered by the leading of the Holy Spirit, shall be the official rules of order for Elder Team, Management Team, and other Church meetings.

G. Quorum and Voting.

For the meetings of the Elder Team, Management Team, Commissions and other Ministry Teams, a majority of the entities' members shall constitute a quorum. All decisions shall be by majority vote of those present at the meetings, or by unanimous consent in the absence of a meeting.

H. Absentee, Blank Ballots and Abstentions.

Absentee ballots are not allowed unless the Elder Team has determined that an exception to this policy is warranted. In all situations, blank ballots and abstentions shall not be counted or considered when determining vote or affirmation totals.

ARTICLE 6: CHURCH OFFICES

God has provided various forms of leadership for His Church. At GracePoint Church, we recognize and seek to channel this leadership focus through a variety of positions, including Elders, Pastors, and Deacons in addition to other important roles described in these Bylaws.

The permanent offices in GracePoint Church are those of Elders, Pastors, and Deacons (1 Timothy 3:1-13, Titus 1:5-9, 1 Peter 5:1-4, Acts 20:17-28, Eph. 4:11, Phil. 1:1). We see these three as the only recognized offices in the New Testament church with the understanding that a Pastor is a gift from God and that such a man is an Elder. These offices shall be filled from the membership of this Church, except that Pastors initially need not be Church members.

ARTICLE 7: THE ELDERS

The Elder Team is the final authority and governing body of the Church.

a. Selection of Elders

In general, there shall be at least five (5) active Elders in addition to the Pastors (Pastors are automatically Active Elders) on the Elder Team. There may be as many Elders of the Church as there are scripturally qualified men appointed by the Holy Spirit and willing to serve. If there are not five (5) qualified Elders, then the Elder Team may be constituted by less than this number.

The Elders of the Church shall carefully examine a man by the scriptural qualifications. If there is unanimous agreement among the Elders of the Church, the man's name will be brought before the next Congregational Meeting by the Elders to have his appointment ratified. Upon the presentation and description of the candidate's qualifications to the congregation, the vote will be taken. The Elders will weigh the vote of the congregation. If a majority of the congregation approves the candidate and the Elders are still in unanimous agreement that the Holy Spirit has so led, the individual shall be set apart to the position of Elder in a public service of the Church.

Elders may serve indefinitely as long as they continue to meet the qualifications of Elder as described in this section. Elders on the Elder Team may be "active" or "inactive." Active Elders serve for three (3) year terms beginning in January and may serve no more than two (2) consecutive active terms. Inactive Elders may be called into active service at any time by the discretion of the Elder Team.

b. Qualifications of Elders

As God's servants, stewards and under-shepherds, an Elder must be an Active Member of the Church, a man of mature spiritual experience and understanding, capable of shepherding God's people and overseeing God's work. He must meet the scriptural qualifications found in 1 Timothy 3:1-7, 5:19-25, 2 Timothy 2:24-25; Titus 1:5-9, and 1 Peter 5:1-4. Elders must adhere to the Statement of Faith of this Church. An Elders' soundness in the faith and ability to serve shall be examined by the Elder Team and approved by the Congregation. Accordingly, the Elders are to be assisted, obeyed and respected as they carry out their duties (Heb. 13:17).

c. Duties of Elders

The Elders shall take overall responsibility for and supervision of the matters of the Church with special focus on the spiritual interests of the Church and shall assist the Pastors in the performance of all their duties.

The Elder Team is, by Holy Scripture and by the leading of the Holy Spirit, to include a plurality of men with an array of giftedness for the benefit of the Church. The Elder Team, including those Elders designated as Trustees and with the inclusion of the Pastors as Elders, is to govern as co-equal under-shepherds of God's church, utilizing each other's giftedness, wisdom, discernment, energy and activity for the benefit of the Church.

Specifically, the scripturally defined duties of Elders are as follows:

- The Elders shall consult together regarding doctrinal questions that arise in the Church (Acts 15:4-6).
- The Elders shall seek to protect the Church from those who would teach false doctrine (Acts 20:29-31).
- The Elders shall lead the way in helping the needy (Acts 20:35).
- The Elders shall admonish those who stir up trouble in the Church (1 Thess. 5:10-12).
- The Elders are to direct the affairs of the Church (1 Timothy 3:5; 5:17).
- The Elders shall oversee the preaching and teaching ministry of the Church (1 Timothy 5:17).
- The Elders are to keep watch over the spiritual well-being of individuals within the Church (Heb. 13:17).
- The Elders are to pray for the sick (James 5:14).
- The Elders are to care for the Church the way a shepherd cares for his flock (1 Peter 5:1-2).
- The Elders are to be examples to the flock (1 Peter 5:3).

In addition, Elders are:

- To be devoted to prayer and the study of God's Word and sustain a caring ministry for the flock, which involves:
 - Serving as partners with the Pastors for the church's spiritual growth;
 - Praying for the sick and visiting the congregation; and
 - Assisting the Pastors, as needed, in administering the Church Ordinances.
- To teach and exhort as well as refute those who contradict the truth, which involves:
 - Insuring that instructors, Bible study leaders and youth leaders are properly qualified;
 - Arranging for pulpit supply during a Pastor's absence.
- To lead by Christ-like example, which involves:
 - Consistently modeling spiritual character, attitudes, values, and behavior among the congregation;

- Providing and inviting the opportunity for frequent and on-going contact with members of the congregation;
- Conducting the affairs of the Church in an atmosphere of openness and mutual sensitivity, focusing as much on nurturing one another as on decision making.
- To oversee the affairs of the Church, which involves:
 - Coordinating the goals for the Church and plan for their realization through the Management Team (*see* Article 10), Deacons, Commissions, Standing Committees, and Ministry Teams.
 - Serving as *ex-officio* members of all committees with delegation to the Management Team or qualified Deacons whenever appropriate.
 - Meeting at least monthly and as often as necessary to effectively carry out their work. A quorum shall consist of over half of the active Elders.
 - Being responsible, in their Trustee capacity, for the employment, terms of employment, direction, and termination of employment of pastoral staff, with the exception of the Lead Pastor;
 - Considering the question of additional ministerial staff when the need arises and presenting their findings to the Congregation for approval;
 - Examining and recommending to the Church all candidates for commissioning, licensing and ordination;
 - Approving all subordinate organizations of the church, including, where needed, any special working group or ministry team needed directly or upon recommendation from the Management Team;
 - Assuming the responsibility regarding the reception, care and termination of members;
 - Set and implement policy to define and determine active membership, providing an exact figure to the Auditing Committee at least annually;
 - In their Trustee capacity, maintaining the legal status of the church, which shall be reviewed annually;
 - In their Trustee capacity, being responsible for securing funds necessary to meet the current expenses of the church;
 - Conducting the Congregational meetings of the church, no less than annually;
 - Submitting the approved budget, promulgated with support of the Management Team, to the congregation at the Congregational Meeting(s) of the church;
 - In their role as Trustees, ensuring the corporate filings are up to date and requirements of state and federal law are satisfied to ensure good standing as a corporate entity;
 - Approving nominations for the Elder Team for the Congregational Meeting(s) of the church;

- Considering recommendations regarding the support of new missionary candidates and organizations, and bringing such before the church as they deem wise;
- Appointing all officers of the Church and presenting these appointments to the Congregation;
- In conjunction with the Pastors and Management Team, being responsible for all staff evaluations and salary recommendations;
- Communicating to the congregation on a regular basis concerning the activities and concerns of the Elders; and
- Performing other Scriptural, legal, and general duties of oversight.

d. Elder Team Meetings

The Elder Team will meet no less than one (1) time per month and more as necessary. At least one (1) time per month, the Elder Team (including the Pastors and the Head Deacon) will have a combined meeting with the Management Team (when combined, referred to as the “Leadership Team”) whereby this meeting may satisfy the Elder Team’s monthly meeting requirement. The Elder Team may call special meetings as necessary. The Elder Team may go into Executive Session without the Lead Pastor when considering personnel issues involving the Lead Pastor or other Pastors.

e. Removal of Elders

An Elder may resign his office by giving written notice to the Elders of the Church. An Elder may be temporarily removed from office by a majority vote of the Elders (both active and inactive). Prior to such action the Elders shall provide him with a written statement of the complaints against him and allow him a reasonable time to improve in the performance of his duties. If there is not satisfactory improvement the Elders shall recommend his permanent dismissal to the Active Members at a special meeting of the Church called for that purpose. A majority vote of the Active Members present at this Congregational Meeting shall be required for his removal.

An Elder may be relieved of his duties by the Elders when charges against him of immorality or doctrinal infidelity have been thoroughly investigated and proved to the satisfaction of a majority of the Elders of the Church (both active and inactive). In such a case, the Elders shall provide a written statement of the charges against the Elder and allow opportunity for him to speak in his own defense.

An Elder may be temporarily relieved of his official duties by taking a sabbatical with the approval of the other Elders. The other Elders may give an Elder who has served with distinction for a number of years the title Elder Emeritus. An Elder Emeritus will retain his standing as an Elder of the Church but will be relieved of his organizationally defined duties and will not have a vote at meetings of the Elder Team of the Church.

ARTICLE 8: THE PASTORS

The congregation shall call a Lead Pastor, and Associate and/or Assistant Pastor(s) as needed. These shall be persons whose faith, ability to teach, preach, counsel, and administer; and educational qualifications have been approved by the Elder Team.

a. Qualifications.

The Pastors shall meet all qualifications of Elder as described in Article 7 of these Bylaws and serve as active, voting members of the Elder Team. Pastors may serve as *ex officio* Trustees only if nominated by the Leadership Team after consultation with both the Elder Team and the Management Team, and then elected by the congregation in accordance with the Articles of Incorporation, these Bylaws, and applicable Maryland law.

A Pastor must be a man of mature spiritual experience and understanding, capable of shepherding God's people and overseeing God's work. He must meet the scriptural qualifications found in 1 Timothy 3:1-7, Titus 1:5-9, and 1 Peter 5:1-4.

Pastors shall be properly ordained. In special situations a person who has been licensed but not yet ordained may serve upon approval by the Elder Team.

The Pastors shall accept and adhere to the Statement of Faith and practices of GracePoint Church as set forth in these Bylaws and their lives and conduct shall witness to their Christian faith.

b. Duties of a Pastor

The Pastor will serve as an Elder of the Church. It shall be the duty of the Pastor to preach the word of God and work hard with the other Elders to accomplish the purpose of the Church. The Pastor shall be considered a member of all committees, offices, and organizations of the Church. As members of the Elder Team, the Pastors shall be the spiritual shepherds and teaching Elders of the congregation.

There shall be a Lead Pastor, who is to function as a servant-leader and spiritual shepherd of the congregation. The Lead Pastor and all other Pastors are accountable to the congregation through and as a part of the Elder Team. The Lead Pastor will have supervisory responsibilities of other Pastors and paid ministry staff in coordination with the Elder Team and the Management Team. If there is more than one Pastor on staff, one of them will be designated by the Elder Team as a Pastor responsible for Deaf Ministries.

c. Calling a Pastor

In filling a vacancy in the pastorate, the Elders shall investigate all prospective candidates applying for the pastorate before presenting same to the Church. When a man is called as a candidate, he shall be interviewed by the Elder Team and be made familiar with the Statement of Faith and Bylaws of this Church. When a potential candidate is found by the Elder Team, they shall undertake prayerful consideration of the candidate. If there is unanimous agreement among

the Elders of the Church, the candidate will be brought before the Church for consideration. A special Church meeting shall be called for the purpose of voting by secret ballot of Active Members whether to call the candidate.

The Elders shall weigh the vote of the Church. If a majority approves the candidate, and the Elders are still unanimous in their agreement that the Holy Spirit has so led, the Elder Team shall extend a call on behalf of the Church. Should the candidate not be extended a call or should the call be refused, the Elders should seek out another acceptable candidate.

d. Tenure of the Pastor

The Pastor's term shall be indefinite. The Pastor may resign his office by giving at least one month written notice to the Elders of the church. He may also be removed from office by the vote of the active members of the church for serious neglect of duties as determined by the majority of the Elders. Prior to such action the Elders shall provide him with a written statement of the complaints against him and allow him a reasonable time, in the judgment of the Elders, to improve in the performance of his duties. If there is not satisfactory improvement the Elders shall recommend his dismissal to the Active Members at a special meeting of the Church called for that purpose. A majority vote of the Active Members present at this meeting shall be required for his removal.

A Pastor may be relieved of his duties immediately by the Elders when charges against him of immorality or doctrinal infidelity have been thoroughly investigated and proved to the satisfaction of a majority of the Elders of the church (both active and inactive). In such a case, the Elders shall provide a written statement of the charges against the Pastor and allow him an opportunity to speak in his own defense. Termination of the Pastor by the Elders shall be immediate. When such action is taken, a discreet explanation will be made to the membership as soon as possible at a special Congregational meeting called for that purpose.

ARTICLE 9: THE DEACONS

The office of Deacon in the Church has explicit sanction in the New Testament of Holy Scripture (Acts 6:3, 1 Tim. 3:8-13). Deacons shall be called by the Elder Team. Only members of the Church may serve as Deacons. The calling process of persons to the Deacon ministry shall be in accordance with scriptural guidance as referenced above with input from the Pastor(s). The Deacons, in consultation with the Elder Team, will determine the number of Deacons.

The Deacons shall annually present to the Elder Team a nomination for Head Deacon. Once approved by the Elder Team, the Head Deacon or their designee shall be installed in the position of Head Deacon for a one (1) year term without limit on annual renewal of the term subject to Elder Team approval. The Head Deacon shall report monthly to the Elder Team and the Management Team on its activities, needs and plans.

Each Deacon member shall serve a three (3) year term. There is no limit on the number of consecutive terms a Deacon may serve.

Persons called to serve in this set-apart ministry are to be dedicated caregivers who use their spiritual gifts in a shared ministry of concern for the total wellbeing of God's people in accordance with the Church's core values, vision, mission, priorities, goals and policies/procedures. Though the Elders have primary responsibility for the watch-care of the congregation and for care giving, Deacons are called to work together for the benefit, service, and nurturing of the whole congregation. The Deacons will administer benevolence to those members of the Church who are in need. This benevolence will be governed by established policies and procedures.

Deacons generate minutes and recommendations that are received and reviewed by the Elder Team and Management Team.

ARTICLE 10: THE MANAGEMENT TEAM

The Management Team of GracePoint Church works to administer the business functions and operations of the Church, subject to the direction and oversight of the Elder Team and Trustees. The Management Team ensures these functions and operations are executed and administered consistent with the Statement of Faith of GracePoint Church, these Bylaws, and state and federal law, to the glory of God.

a. Functions of the Management Team

The Management Team:

- Executes and implements the values, vision, mission, priorities, and goals of the congregation. It establishes policies and procedures to implement these foundational statements. It ensures that the activities of Commissions, Standing Committees/Teams, Deacons are coordinated with these foundational statements.
- Creates, reviews and submits to the Elder Team for approval the annual budget for adoption by the congregation at its annual budget meeting in the second quarter of the calendar year;
- Receives financial reports from the Treasurer and minutes from the Secretary;
- Maintains accurate records of budget expenditures against the approved Church budget;
- Maintains accurate records of church attendance across service and discipleship functions;
- Reviews and approves non-budget expenditures less than 15% of the (annual) operating budget in consultation with the Elder Team;
- Receives written minutes and considers written recommendations from all Commissions, Standing Committees/Teams, and Deacons.
- On an "as needed basis," the Management Team may request the presence of a representative from one or more of these entities at a Management Team or combined Elder and Management Team meeting, to foster dialogue and/or to address the needs of a particular item of business.
- May establish, with concurrence by the Elder Team, short-term committees/teams to fulfill specific tasks, provided that such tasks are not previously provided for by these Bylaws;
- Each Management Team member will serve as a liaison for a Commission and other

Standing Committees of the Church. This liaison role may be filled by an Elder if there are not enough Management Team members to do so.

b. Meetings of the Management Team

The Management Team will meet no less than one (1) time per month and more as necessary. At least one (1) time per month, the Management Team will have a combined meeting with the Elder Team (when combined, referred to as the “Leadership Team”) hereby this meeting may satisfy the Management Team’s monthly meeting requirement. The Management Team may call special meetings as necessary. The Management Team generates minutes and recommendations that are received and reviewed by the Elder Team.

c. Membership and Term of the Management Team

Specifically, the Management Team includes the Secretary of the Church and the Treasurer of the Church (both officers of the corporation) and at least five (5) servant leaders appointed by the Elder Team, totaling seven (7) members. Members of the Management Team may be appointed for three (3) year terms and may serve two consecutive terms if invited to do so by the Elder Team. The Elder Team will consider men and women for the Management Team who have demonstrated both spiritual maturity and unique giftedness for the management needs of the Church.

Only Active Members of the Church may be called to serve on the Management Team. Management Team members cannot serve concurrently on a Commission or a Standing Committee/Team. The Management Team shall have a Chair and Vice Chair. The Elder Team and Pastors may participate, at their election, in Management Team meetings.

d. Personnel Relations

The Management Team shall manage the congregation’s personnel policy as outlined in the GracePoint Church Personnel Manual and is responsible for updating that Manual. Personnel relations are rooted in a Christ-centered sense of humility, sacrificial service to the church family, accountability to biblical standards of conduct, community, openness, peacemaking, and commitment to a mutual ministry in Jesus.

The Management Team facilitates the Elder’s performance evaluation of the Lead Pastor and reviews and approves the staff performance evaluations conducted by the Lead Pastor or his designees; recommends individual staff salaries and wages; authorizes and approves staff position descriptions; recommends to the Elder Team the hiring and terminating non-pastoral staff; is the initial arbiter of personnel grievances and complaints from members of the congregation regarding staff members, and performs other responsibilities described in the GracePoint Church Personnel Manual.

The Management Team may go into Executive Session without the Lead Pastor when considering personnel issues involving the Lead Pastor or other Pastors.

The Management Team shall report all significant personnel issues to the Elder Team and Trustees.

ARTICLE 11: THE COMMISSIONS

GracePoint Church Commissions provide organization, initiation and oversight to the congregation's central/core areas of ministry: worship; fellowship; discipleship; and evangelism. They identify, foster and develop strategic leadership from within the congregation for the Ministry Teams under their areas of responsibility to ensure that the Ministry Teams effectively carry out ministries that advance the Church's values, vision, mission, priorities, goals, and policies/procedures. While the Commission may execute ministry functions, a Commission operates best when it facilitates leadership from within the congregation to take on the significant tasks of ministry execution.

The Church shall have the following Commissions: Worship Commission, Fellowship Commission, Discipleship Commission, Evangelism Commission and Deaf Fellowship Commission.

Commissions have the authority to take actions that: (a) are consistent with the Church's core values, vision, mission, priorities, goals and policies/procedures; (b) do not require financial funding that exceeds its line item in the Church budget; and (c) help people grow spiritually or relieve suffering.

Each Commission shall develop an annual budget recommendation to the Management Team. Commissions generate minutes and recommendations that are received and reviewed by the Management Team.

a. Commission Meetings and Members.

Commissions generally meet bi-monthly and prior to Elder and Management Team meetings and in special called meetings, as needed.

Each Commission shall be comprised of two (2) members, inclusive of the Chairperson. Commission members shall be appointed by the Elder Team. Only Active Members of the Church may be called to serve on the Commissions. Each Commission will also include an Elder Team or Management Team Liaison (as designated by the Elder Team), a Pastor and an *ex officio* staff member designated for support.

Commission members shall serve a two (2) year term. A Commission member cannot serve more than two (2) consecutive terms on the same Commission absent a special request and approval by the Elder Team.

No member can serve on more than one Commission at a time. Commission members cannot serve concurrently on the Management Team or a Standing Committee/Team.

Each Commission shall elect a Vice-Chairperson and identify a Recording Secretary. The Vice-Chairperson shall succeed the Chairperson the following year.

b. Worship Commission.

The Worship Commission provides oversight to ministries that celebrate God's presence in worship. The Worship Commission develops strategic direction for worship services, special worship emphases, and the utilization of all worship arts (music, drama, media, etc.).

c. Discipleship Commission

The Discipleship Commission provides oversight to ministries that help members develop deeper spiritual commitment, spiritual maturity, and obedience. The Discipleship Commission develops strategic direction for opportunities that help believers grow and mature in their devotional/spiritual life; walk with Christ, biblical knowledge, and faithful discipleship in both personal and public life. This Commission oversees the congregation's membership process.

d. Evangelism Commission

The Evangelism Commission provides oversight to ministries that advance the congregation's Gospel witness to the local community and the world. The Evangelism Commission develops strategic direction for ministries of verbal witness, church extension, lifestyle/servant evangelism, ecumenical relations, missions, social action, and ministry to the needy.

e. Fellowship Commission

The Fellowship Commission provides oversight to ministries that encourage a climate of warm and open hospitality. The Fellowship Commission develops strategic direction for ministries that advance Christ-like community, caring, connection, bonding, and membership increase.

f. Deaf Fellowship Commission

The Deaf Fellowship Commission shall work to build up the body of Christ among our Deaf Fellowship, which includes those hard-of-hearing and other interested parties in accordance with the Church's Statement of Faith, mission, vision, ministry philosophy, priorities, goals, and policies/procedures.

Only members of the Deaf Fellowship may be called to serve on the Deaf Fellowship Commission.

The Pastor for Deaf Ministries shall serve as an *ex-officio* member of the Deaf Fellowship Commission without vote. The Pastor for Deaf Ministries shall serve in partnership with the Deaf Fellowship Steering Team.

The Deaf Fellowship Commission generates minutes and recommendations that are received and reviewed by the Management Team.

ARTICLE 12: MINISTRY TEAMS

The Church shall hereby provide for children's ministries, young adult ministries, and all other Commissions, Committees, Ministry Teams or other groups as the needs of the Church may require as defined in our Bylaws. All such ministries shall be subordinate to the Church and shall contribute to the harmony and development of the whole. They shall be under the general supervision of the Elder Team and Management Team.

a. Ministry Teams Authority and Purpose

A Ministry Team is the most basic, dynamic, fundamental ministry element of GracePoint Church. The goal of each Ministry Team is to be comprised of men, women and young people called to perform specific ministry functions in the life of the Church family. Ministry Teams are to blend fellowship and prayerful discernment with a task, functioning like a small group focused on a particular task, function or ministry focus (e.g., Youth Ministry Team, or Rescue Mission Support Team, etc.).

Each Ministry Team is accountable to a particular Commission or Standing Committee/Team. Commissions and Standing Committees/Teams are expected to facilitate, provide guidance and support to Ministry Teams without micro-managing their work. The relevant Commission or Standing Committee/Team must present for Elder Team approval all Ministry Teams.

A Ministry Team has the authority to take actions that: (a) are consistent with the Church's Statement of Faith, mission, vision, ministry philosophy, priorities, goals, and policies/procedures; (b) do not require financial funding that exceeds its line item in the Church budget; and (c) help people grow spiritually or relieve suffering. Church Staff will work with the Ministry Teams to help the Ministry Teams succeed.

b. Ministry Teams Meetings and Membership

Ministry Teams meet at the frequency they determine necessary to accomplish their tasks.

Ministry Teams are formed by individuals out of their affinity for a particular area of interest. There are no limitations regarding individuals serving on Ministry Teams, either in terms of who can be a member or length of tenure.

ARTICLE 13: STANDING COMMITTEES

Standing Committees are *permanent* committees/teams that oversee and carry out certain ongoing activities of the congregation. Standing Committees report to the Management Team and generate minutes and recommendations that are received by the Management Team.

The Standing Committees/Teams develop strategic direction for the Ministry Teams under their areas of responsibility to ensure that the Ministry Teams effectively carry out ministries that advance the Church's values, vision, mission, goals, priorities, and policies/procedures.

Standing Committees have the authority to take actions that: (a) are consistent with the Church's core values, vision, mission, priorities, goals and policies/procedures; (b) do not require financial funding that exceeds its line item in the Church budget; and (c) help people grow spiritually or relieve suffering.

Each Standing Committee/Team shall determine the meeting frequency needed to accomplish its tasks.

Each Standing Committee/Team, except where indicated otherwise, shall have two (2) members, including the Chairperson. The Elder Team shall call Standing Committee members, except where otherwise indicated in these Bylaws. Only Active Members of the Church may be called to serve on a Standing Committee/Team.

Each Standing Committee/Team shall elect a Chairperson and a Vice-Chairperson. The Vice-Chairperson shall succeed the Chairperson the following year.

Standing Committee/Team members, except where indicated otherwise in these Bylaws, shall serve a two (2) year term. No more than half of a Standing Committee member's terms shall expire in any given year, except as indicated otherwise in these Bylaws. A Standing Committee member, except where indicated otherwise, cannot serve more than two (2) consecutive terms on the same Standing Committee/Team. No one can serve on more than one Standing Committee/Team at a time. Standing Committee members cannot serve concurrently on a Commission or the Management Team.

a. The Auditing Committee

The Auditing Committee consists of two (2) members called by the Elder Team for a three (3) year term. The Chair of the Auditing Committee will demonstrate familiarity and experience with generally accepted accounting principles.

The annual internal audit will be implemented in accordance with an audit plan developed collaboratively by the Chair of the Auditing Committee and the Management Team, and shall be approved by the Elder Team.

The responsibilities of the Auditing Committee shall include:

- Review of the books and accounts of the Church, based on generally accepted accounting principles.
- Review of the application of financial policies for the handling of financial resources.
- Supervising all Congregational voting and affirmations.

The Auditing Committee shall ensure complete independence in carrying out the internal audit function:

- The Chair of the Auditing Committee will meet with the Chair of the Management Team to report the plans for the annual audit activity and to provide any other information required.

- The Chair of the Auditing Committee will issue reports to the Elder Team and Chair of the Management Team should matters of immediate significance arise which demand such attention.

The results of annual audit activity will be reported to the Elder Team and Management Team.

b. The Operations Committee

An Operations Committee may be established as determined by the Elder Team, in consultation with the Management Team. The Operations Committee is responsible for managing the property-related functions of the congregation at the direction of the Elder Team, Trustees, Management Team and Commissions.

ARTICLE 14: CONGREGATIONAL MEETINGS AND CHURCH-WIDE VOTING AND AFFIRMATION

a. Congregational Meetings.

While GracePoint Church is an Elder led congregation, the Elders shall acknowledge, recognize and value the input from the congregation in following God's leading for His Church. GracePoint Church, like the larger Church, is a holy community of saints, priests (1 Peter 2:9), disciples, a spiritual family of siblings, part of God's new creation (Galatians 6:15, Ephesians 2:15), and members of one body of Christ (1 Cor 12:27, Romans 12:4-5). It is good and appropriate that the Elder Team receive input from the Congregation because "[w]ithout counsel plans fail, but with many advisors they succeed" (Proverbs 15:22) and the Elders, as servant leaders, are to work with the Congregation for its joy, for it to stand firm in the faith (2 Corinthians 1:24) and work with the Congregation for its "progress and joy in the faith." (Philippians 1:25).

Accordingly, Congregational Meetings may be called by the Elder Team, and be organized and facilitated by the Management Team, in order to:

- inform and receive input from the congregation as to the effectiveness of the Church's ministries;
- evaluate past accomplishments;
- provide counsel to the Elder Team and Management Team and other GracePoint organizational entities for future direction;
- weigh in on personnel matters as requested by the Elder Team;
- call or dismiss a Pastor;
- adopt the annual budget of the GracePoint Church;
- acquire and dispose of real property; and
- receive information from the Elder Team and/or Management Team.

There shall be at least two (2) Congregational Meetings held per calendar year. Congregational Meetings will be held in the second (2nd) quarter each year (generally in May) to adopt the next year's budget and in October of each year to elect corporate Trustees as required by state law. Trustee will begin their terms the following January. Leadership affirmation and other congregational business properly brought before the Congregation may also be taken up.

The Elder Team may call additional Congregational Meetings as necessary and proper (e.g., to provide reports to the Congregation on ministry effectiveness, to equip the next calendar year's leadership, to discuss matters of congregational significance, to obtain congregational guidance, etc.).

b. Agenda.

The Management Team shall prepare, and the Elder Team approve, the Congregational Meeting agenda. In addition, any member of the congregation may bring an item not on the agenda to the floor of the Congregational Meeting. If a non-agenda item requires a congregational vote, however, unanimous consent of the Congregational Meeting is required to add the item to the agenda. If that unanimous consent is not given, the item must be deferred so that adequate notice may be given prior to another regular or special Congregational Meeting.

c. Officiants of the Congregational Meetings.

The Elder Team shall moderate and manage all Congregational Meetings. The Management Team will support all Congregational Meetings with appropriate information and reports as necessary.

d. Quorum and Voting.

Although it is desirable to have all members present at a Congregational Meeting and every effort shall be made to do so, the members present at any regular or special meeting shall constitute a quorum if notice of the Congregational Meeting has been given at least fourteen days' in advance, except to the extent the members present wish to take any of the actions specified in Article 14.f., in which case the quorum of members required to consider the action shall be as specified in that Article 14.f. All decisions shall be by majority vote, except as noted below. Only Active Members are permitted to vote in a Congregational Meeting.

e. Voting and Affirmation.

When the Elder Team elects to call a Congregational Meeting, the Management Team shall provide a minimum of fourteen (14) days' advance notice to the congregation for all Church-wide voting and/or affirmations. Along with the notice the Management Team shall provide associated materials for congregational review in advance of the meeting. All Church-wide voting and affirmation decisions shall be by majority vote of those voting, except as noted below or elsewhere in these Bylaws. Only Active Members are permitted to participate in Church-wide voting and affirmations.

f. Types of Congregational Votes.

A. Calling or Dismissal of a Pastor The calling or dismissal of a Pastor requires a decision and recommendation by the Elder Team followed by votes from a minimum of 20% of Active Members, with two-thirds voting in the affirmative for the action.

B. Annual Meeting Budget. The Annual Budget shall be approved by a simple majority of active members present at the Meeting.

C. Non-Budget Transactions in Excess of 15% of the Church Budget. Any non-budgeted transaction more than 15% of the Church budget shall require a majority vote of Active Members, with a simple majority voting in the affirmative for the action.

D. Bylaw Amendments An amendment to these Bylaws requires votes from a minimum of 20% of Active Members, with two-thirds voting in the affirmative for the amendment.

E. Real Property. Any decision concerning the acquisition or sale of real property shall be presented to the Congregation by the Elder Team and Trustees and approved by votes from a minimum of 20% of Active Members, with two-thirds voting in the affirmative for the action.

ARTICLE 15: OTHER CHURCH STAFF.

The congregation shall employ pastoral and non-pastoral Staff to support the congregation and to provide adequate leadership for the congregation.

The Church Staff facilitates the implementation of the congregation's ministry. In this capacity the Staff serves as resource persons and administrative coordinators, working in partnership with the Elder Team, Commissions, Committees, Ministry Teams and the Management Team.

The Staff reports to the Lead Pastor or his designees and is accountable to the congregation through the Elder Team and Management Team.

The Church Staff shall serve as *ex-officio*, non-voting members on Commissions, Standing Committees and Ministry Teams as requested by the Lead Pastor and/or the Management Team.

ARTICLE 16: MEMBERSHIP

a. Biblical Basis for Church Membership

The New Testament presents the local Church as a covenant community of believers who are joined together in Christ for worship, discipleship, fellowship, service, and mission. Scripture teaches that believers are to commit themselves to one another in love and accountability (Acts 2:41–47; Hebrews 10:24–25). Local congregations recognized and affirmed those who belonged to the fellowship, exercised mutual care and responsibility for one another, and identified qualified individuals for leadership and service (Matthew 18:15–17; Acts 6:1–6; 1 Corinthians 12:12–27; Hebrews 13:17). Therefore, membership in this congregation is an expression of a believer's commitment to Christ and to the body of Christ gathered in this local Church.

b. Membership Categories

The congregation shall recognize two membership categories: Active Membership and Inactive Membership.

A. Active Members

An Active Member is one who:

1. Lives in agreement with the Church's beliefs, mission, and vision.
2. Attends worship services on a consistent basis, except when prevented by illness, work obligations, travel, or other legitimate circumstances. Participates regularly in the fellowship, ministry, and work of the congregation.
3. Demonstrates an ongoing commitment to the life and ministry of the Church through faithful involvement and support.

Active Members are entitled to all rights and responsibilities of membership, including:

1. Serving in congregational positions of leadership after six months of active membership and service.
2. Participating in any congregational vote and the affirmation of individuals for congregational positions of leadership.
3. Exercising any other rights or privileges granted to members by these Bylaws and the policies of the congregation.

B. Inactive Members

An Inactive Member is a formerly Active Member who has ceased participating in the life and ministry of the congregation for a period of one full year.

Individuals shall not be considered inactive solely because of an inability to attend or participate regularly due to health, age, disability, military service, caregiving responsibilities, or other circumstances approved by the church leadership. Such individuals may retain Active Member status.

Inactive Members:

1. Remain members of the Church.
2. Are not eligible to serve in congregational positions of leadership.
3. Are not eligible to participate in any congregational vote or in the affirmation of individuals for congregational positions of leadership.
4. May be restored to Active Membership upon resuming consistent participation in the life and ministry of the congregation.

C. Annual Membership Review

The Church shall conduct an annual review of its membership roll to confirm consistent participation in the life and ministry of the congregation. This review will be conducted by the Elder Team, with support from the Management Team and Deacons as needed.

During this review:

1. Active Members shall be evaluated based on their continued agreement with the Church's beliefs, mission, and vision, together with their regular participation in the worship and work of the congregation.
2. Members who have not participated in the life and ministry of the Church for one full year may be designated as Inactive Members.
3. Church leadership shall make reasonable efforts to encourage, shepherd, and restore members whose participation has declined before any change in membership status is made.
4. Members designated as inactive may be restored to Active Membership upon demonstrating renewed participation in the life and ministry of the congregation and affirmation of the Church's beliefs, mission, and vision.

D. Leadership Eligibility

Only Active Members shall be eligible to serve in congregational positions of leadership. Only Active Members shall be eligible to participate in any congregational vote and in the affirmation of individuals for congregational positions of leadership. Maintaining Active Membership is therefore a continuing requirement for leadership service within the congregation.

E. Membership Termination

Membership in the Church may be terminated in one of the following ways:

- Death
- Transfer of membership by letter. A letter of transfer is the property of the congregation and shall go from the granting to the receiving congregation.
- Withdrawal. This action shall be taken by the congregation at the written request of the individual.
- Removal. The congregation may act to remove a person's name from the list of members when: (1) A member has joined another Church, but failed to request a letter of transfer; (2) A member has chosen to no longer participate in the Church's life or carry out commitments expected of members and has failed to respond to invitations to reaffirm or renew their relationship with the congregation; or (3) the congregation determines that all attempts at reconciliation with a member have failed.

ARTICLE 17: PROPERTY RIGHTS

Any real property of the Church shall be titled in the name of and owned by the Church. No real property of the Church shall be sold, mortgaged, become subject to a trust interest, leased, or otherwise disposed without the action having been approved by a vote of at least a majority of Trustees and at least two-thirds of Active Members present at a duly called and noticed regular or special Congregational Meeting attended by at least twenty percent (20%) of Active Members.

In case the Church shall be divided by doctrinal views, the Elders may call upon individual members of the Church to affirm in writing their belief and adherence to the Core Beliefs of Faith in Article 4. The members holding to the Church's Core Beliefs of Faith set forth in Article 4, as determined in the sole discretion of the Elders, shall remain Active Members of the Church and the other members shall be removed as members of the Church.

ARTICLE 18: DISSOLUTION & TAX-EXEMPT PROVISIONS

Upon the dissolution of the Church, after paying or making provision for payment of all liabilities, all remaining assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the 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. Subject to the Section 501(c)(3) requirements in the Articles of Incorporation, the Trustees shall to the extent possible select one or more recipient organizations whose purposes are consistent with the Church's Statement of Faith.

a. 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 the services rendered and to make payments and distributions in furtherance of the exempt purposes.

b. Political Involvement

No substantial part of the activities of the Church shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Church shall not participate in, or intervene in, including the publishing or distribution of statements, any political campaign on behalf of or in opposition to any candidate for public office.

c. Racial Nondiscrimination

The Church shall have a racially nondiscriminatory policy and therefore shall not discriminate against members, applicants, students, and others based on race, color, or national or ethnic origin.

ARTICLE 19: FINANCES

All funds for the maintenance of the Church and its ministries shall be provided by the voluntary contributions and/or the tithes and offerings of the members and friends of the Church. Offerings shall be accepted by the Church and shall be administered by the Financial Secretary with the guidance of the Trustees and our Financial Policies and Procedures (Malachi 3:10; Luke 6:38; 1 Cor. 16:1,2; 2 Cor. 9:6-8).

The Church shall have the right to purchase, or acquire by gift, bequest or otherwise, and to own, hold in trust, use, sell, convey, mortgage, lease or otherwise dispose of any real estate or chattels as may be necessary for the furtherance of its purposes; all in accordance with these Bylaws or as the same may be hereafter modified or amended.

a. 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. Contributors may suggest uses for their contributions, but all suggestions shall be deemed advisory rather than mandatory in nature. All contributions made to specific funds or otherwise designated purposes shall remain subject to the exclusive control and discretion of the Elder Team, Trustees and Management Team. No fiduciary obligation shall be created by any designated contribution made to the Church other than to use the contribution for general furtherance of any of the purposes stated in our Bylaws.

b. Unauthorized Expenditures.

Any expenditures not authorized in the annual budget must be authorized by the Management Team, subject to the direction and oversight of the Elder Team and Trustees.

c. Obligations and Disbursements.

Checks, drafts, electronic transfers, contracts, notes, deeds, mortgages, conveyances, and other instruments of the Church shall be signed, approved, or authorized by an officer or officers, Trustee or Trustees, or other person or persons designated by the Trustees or by written financial policies approved by the Trustees.

ARTICLE 20: POLICIES AND PROCEDURES

The Elder Team and Trustees may adopt, on their own or in conjunction with the Management Team, any policy and procedural documents to guide the orderly and ethical operations of the Church.

ARTICLE 21: PROCEDURES FOR AMENDING THESE BYLAWS

An amendment to these Bylaws requires votes from a minimum of 20% of Active Members at a meeting duly called for that purpose, with two-thirds voting in the affirmative for the amendment.

Bylaw amendments shall be proposed in writing and approved by the Elder Team, Trustees, and Management Team, and published at least 30 days before a vote is taken. The Management Team is responsible for the establishment of the schedule, not to be less than 60 days, for congregational input, discussion, and vote.

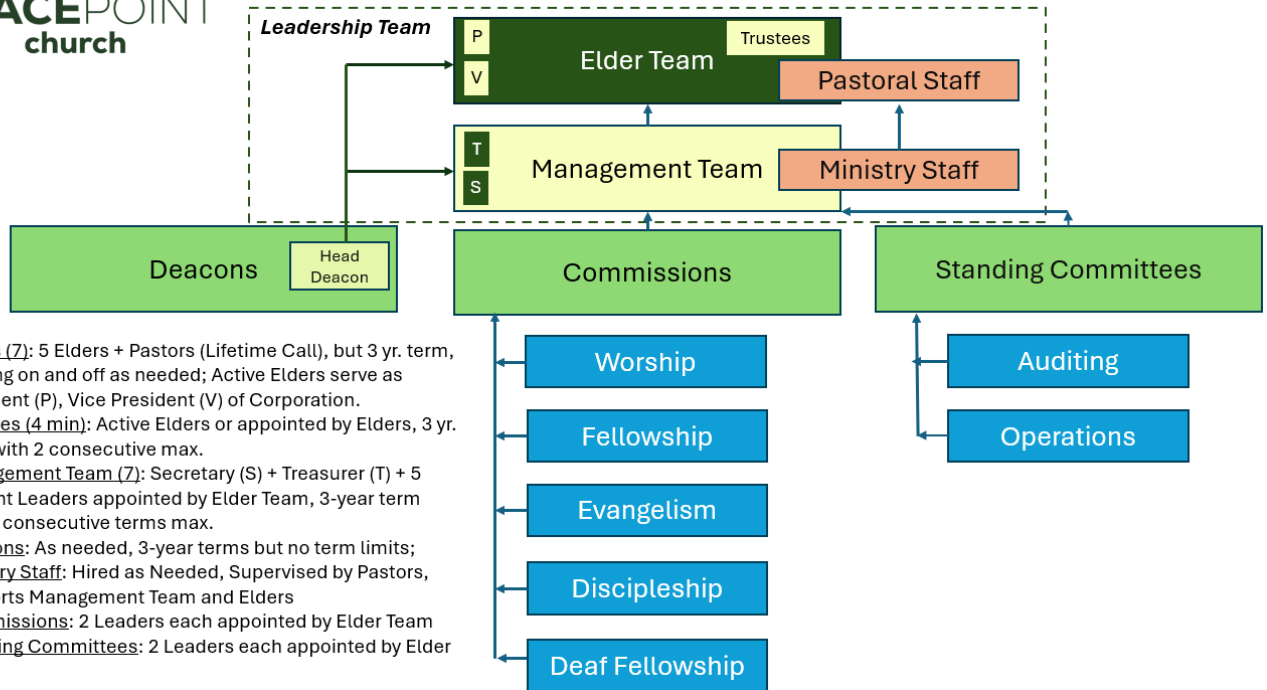
Upon any revision, all previous versions of the Bylaws for GracePoint Church shall be deemed null and void. All revisions should be kept in an Appendix to document the historical context of each change to the Bylaws.

In the event of a conflict between a provision in the Articles of Incorporation of GracePoint Church and these Bylaws, the provision in the Articles of Incorporation shall control. Should there be any conflict between these Bylaws and any other statement of Church policy or procedure, these Bylaws shall control.

APPENDIX A: GRACEPOINT CHURCH ORGANIZATIONAL CHART



Leadership Structure



APPENDIX B: DOCUMENTATION NOTES

The following Appendix to the GracePoint Church Bylaws is a record of amendments to those Bylaws. This Appendix shall be updated with a description of each Bylaw modification (by date, description of the change, and the action taken) in order to ensure historical understanding of the developments of the text of these Bylaws over time.

Date	Description	Action Taken/Decision
September 22, 2026	The original Bylaws were adopted	Adopted by a vote of 4-0 by the Trustees of GracePoint Church