

VITAL CHURCH

115 West Fifth Ave, Lancaster, Ohio 43130

Bylaws

As approved by the congregation, 3/29/26.

ARTICLE 1. NAME, PURPOSE, AND MISSION

The name of this corporation is "Vital Church." The purpose of "Vital Church," hereafter referred to as the church, is to glorify God and bring people to Jesus Christ using Biblical means and methods to make disciples, develop leaders, and multiply churches globally. The church's mission as a nonprofit religious corporation, organized and operated exclusively for religious, charitable, and educational purposes, is to minister to spiritual, emotional, physical, and social needs.

ARTICLE 2. OFFICE AND LOCATIONS

The principal office of the church is in Lancaster, Ohio. The church's governing board may change the principal office from one location to another. Any such change shall be recorded in the corporation's minutes, but shall not be processed as an amendment to these bylaws. The church governing board may designate meeting places.

ARTICLE 3. AFFILIATION AND GOVERNANCE

Section 1. Affiliation

Vital Church is a cooperating church with the Southern Baptist Convention having agreed to the doctrinal statements in The Baptist Faith & Message. Vital Church is also an affiliate of the Strategic Church Network in Columbus, Ohio.

Section 2. Governance Documents, Records, and Reports

The church shall keep and maintain at least the following corporate documents:

- A. Articles of Incorporation and amendments;
- B. Statement of Faith and amendments;
- C. Bylaws of the church and amendments;
- D. Current membership record, with contact information;
- E. Minutes of meetings of the governing board;
- F. Minutes of membership meetings;
- G. Financial reports and records.

Section 3. Availability of Records

All records shall be open at all times to the inspection of the lead pastor and the church's governing board. With proper notice, all records shall be open to active members in good standing and to all other parties as required by state law.

Section 4. Reports

The lead pastor, officers and members of the governing board shall submit reports requested by authorized representatives of the Southern Baptist Convention and the Strategic Church Network, providing a full and accurate accounting of spiritual activities (including salvations & baptisms), membership, attendance, and finances as requested.

Section 5. Governance Conflicts and Omissions

When there is a conflict between any provisions in the bylaws of the church and the laws or regulations of the state, county, or city, only the provision in conflict shall be of no effect. The church believes in abiding by the laws and regulations of its country, state, county, and city. However, if any law or regulation of the country, state, county, or city is in opposition to or impinges on the closely held religious beliefs of the church, as espoused herein or in our Statement of Faith, the church reserves the right to utilize its First Amendment right to the free exercise of religion (Acts 4:1-21).

Section 6. Personal Liability

The private property of directors, officers, and members of this church shall be exempt from corporate debts and liabilities.

Section 7. Officer and Director Indemnity

No officer, director or employee acting in accordance with these bylaws shall be liable except for willful misconduct. No officer, director or employee shall be liable for any action taken by that person in good faith in furtherance of the ordinary affairs of the corporation, even though not authorized by the bylaws then in effect.

ARTICLE 4. MEMBERSHIP

Section 1. Definition

Membership in the church is a New Covenant partnership with individuals who have accepted and professed their faith in Jesus Christ as Savior and Lord. Members shall be in accord with the purpose, statement of faith, bylaws, and the pastors and leaders of the church. Individuals who have met membership requirements, have been publicly accepted, and are in good standing as active members shall receive the privileges and responsibilities of membership.

Section 2. Eligibility

Any individual desiring membership must attend the church consistently for at least six weeks and:

- A.** Demonstrate evidence of a new birth experience and a consistent Christian life. (John 1:12-13, 3:3-7; Acts 4:12; Romans 6:4, 10:9-10; Ephesians 4:17-32, 5:1-2; 1 John 1:6, 7.)
- B.** Demonstrate a cooperative, accountable, and Christ-like spirit as instructed in Scripture. (Ephesians 2:1-16.)
- C.** Commit to faithfully attend and participate in the meetings and ministries of the church and regularly contribute to its financial support in obedience to Scripture and as an expression of unity with fellow members. (Luke 6:38; John 13:1-17; 1 Corinthians 16:2; 2 Corinthians 8, 9; Philippians 4:9.)
- D.** Be 12 years of age (with voting privileges beginning at age 18, see Article 4, Section 8, Point E).
- E.** Subscribe to the statement of faith of the church.
- F.** Abstain from all immorality condemned in Scripture. Immorality shall be considered grounds for refusing membership.

Section 3. Process for Acceptance

- A.** Individuals desiring to be active members of the church shall request to enroll in the membership class. The lead pastor will evaluate and determine readiness for enrollment. The class shall include, but not be limited to, the purpose and mission, statement of faith, history, bylaws, and governance structure of the church, the responsibilities and privileges of membership, and the relationship with the affiliate church networks & conventions. Class participants shall receive a copy of the church bylaws.
- B.** Upon completion of the membership class, applicants shall submit a signed application for membership to the lead pastor and affirm in writing that they are in accord with the purpose, statement of faith, bylaws, and the pastors and leaders of the church. The lead pastor shall present applications with recommendations to the governing board, who shall give final approval.
- C.** Approved applicants shall be publicly recognized as members in a church service. Their names, addresses, membership types, and dates of official acceptance shall be included in the church's membership record.

Section 4. Pastors

The lead pastor and spouse shall be members of the church by virtue of their call to serve and shall exercise full membership privileges. Staff pastors, as well as the children of all pastors, may become members of the church through the regular process for acceptance. The membership of the lead pastor and spouse shall terminate at the time they cease to serve in such capacities.

Section 5. Privileges

Privileges of members include, but are not limited to:

- A. Spiritual Covering** – Have the benefit of a spiritual covering from those whom God has placed over them in leadership of the church. (Hebrews 13:17)
- B. Participation** – Have the opportunity to attend and serve at the worship services and functions of the church.
- C. Fellowship** – Have the opportunity to receive the intangible benefits of fellowship with this body of believers and the added relationship with networked organizations/ministries, growing together in community, love, and grace.
- D. Instruction** – Have opportunity to benefit from balanced doctrine and teaching from the Word of God.
- E. Spiritual Growth** – Have opportunity to grow in service to the Lord through the church as giftings are affirmed and cultivated by the church elders and nurtured and activated through training and teaching.
- F. Ministry** – Have opportunity of involvement in outreach ministries through the church, extending through networked organizations/ministries in the United States and around the world.
- G. Giving** – Have the opportunity to sow financially into the mission & ministries of the church by honoring the Lord with their generous financial gifts & offerings, in worship & service to the Lord for His work.
- H. Accountability** – Have the assurance that the church prioritizes accountability for its pastors and governing board.
- I. Partnership** – Have a voice and vote in church matters, as defined in these bylaws.
 - (1) Election** – Have the opportunity to elect the lead pastor initially and the first election after the initial election as prescribed in these bylaws.

(2) Property and Indebtedness – Have the opportunity to vote on all property sales, purchases, and encumbrances, and on all church indebtedness over (\$10,000).

J. Resources – Have the ability to sign up to use available resources as needed for approved personal, not-for-profit functions.

Section 6. Responsibilities

The Apostle Paul admonishes us to be devoted to brotherly love, honoring one another above ourselves (Romans 12:10). Accordingly, members of the church shall demonstrate maturity of understanding, recognizing that membership involves more than receiving benefits and privileges. Jesus instructs us that, as we have freely received, we must also freely give (Matthew 10:8). The church is one body with many members each with distinct giftings and functions. Therefore members shall accept responsibility to submit their lives and activities (Romans 12:1) through:

- A. Prayer** – Cultivate a personal prayer life and be faithfully devoted to consistently pray for the pastor and leaders, members and ministries, and participate in the prayer focuses of the church.
- B. Faithfulness** – Be faithful to the doctrines of the church’s statement of faith, to assemble for worship, to establish healthy relationships with the church body, and to grow in fellowship.
- C. Love and Care** – Walk in love and demonstrate loving care for the church body, personally making every effort to keep the unity of the Spirit through the bond of peace.
- D. Identification** – Identify with and demonstrate loyalty to the purpose, mission, vision, leadership, and teachings of the church and accept this church body as the focus of their fellowship, prayer, offerings, and teachings.
- E. Teachable Spirit** – Desire to grow in the grace of the Lord, maintain teachable spirits, and follow the teachings of the pastors and church leaders.
- F. Service** – Humbly pursue opportunities for involvement in the ministries of the church as abilities and giftings are recognized by the pastors and leaders of the church.
- G. Financial Support** – Financially support the church through generous giving in like measure as the Lord blesses, recognizing God uses financial support to enable the church to fulfill its purpose, mission, and vision.
- H. Witnessing** – Follow biblical instruction to lead others to Christ and make disciples.

Section 7. Types

The lead pastor and governing board shall maintain an accessible membership record containing the names and contact information of all members.

- A. Active** – Active members are those who have been accepted into membership, who adhere to the statement of faith of the church, are in good standing because of their faithfulness to the responsibilities of membership, and are not under disciplinary restriction. Privileges of membership shall only be extended to active members.
- B. Inactive** – Members who have not been in attendance at the services of the church or who cease to contribute to the support of the church for six consecutive weeks without just cause, as determined by the lead pastor and governing board, may be placed on the inactive membership list. Inactive members shall be notified by written message from the governing board. Members desiring to return to active membership may apply to the lead pastor and the governing board, who may reinstate them if they deem it advisable. Members with inactive status forfeit privileges of active membership and do not have the right of vote or participation in business meetings. After six months, inactive members may be

removed from church membership by the lead pastor and governing board and shall be notified by written message.

- C. Homebound** – Members who, by reason of age and/or health cannot attend regular services but who stay in fellowship by actively supporting the church, according to ability, with prayer, finances, and other membership responsibilities, can be classified as homebound members by the governing board. Homebound members shall be granted voting privileges by absentee ballot as prescribed in these bylaws.

Section 8. Meetings, Voting Privileges, and Quorum

The time and place for all membership business meetings shall be determined by the lead pastor and governing board.

- A. Annual Business Meetings** – An annual business meeting shall be held not later than May 31.
- B. Special Business Meetings** – Special business meetings may be called by official written notice to the active church membership by the lead pastor or a majority of the governing board.
- C. Minutes** – Minutes shall be kept of all business meetings.
- D. Official Notification** – The official notice of annual or special business meetings of the church shall state the purpose, place, and time of the meetings. The notices shall be published at least two weeks before the proposed meeting date. Official notices shall be given by announcement during the regularly scheduled services and by written electronic notice distributed to active members unless state law provides for other means of notification.
- E. Privilege to Vote and Quorum** – Voting privilege shall be accorded only to active members in good standing who are 18 years of age or older and who have been members for at least 30 days. Absentee ballots shall not be permitted except for homebound members or active-duty service members. Active, voting members in attendance shall constitute a quorum at all business meetings. Membership decisions shall be made by majority vote unless otherwise stipulated herein.
- F. Membership Record** – The governing board shall review and update the membership record at least annually preceding the official notification of annual and special business meetings and notify by mail those members moved from active to inactive status.

Section 9. Discipline

- A. Purpose** – Discipline is a biblical exercise for which God holds the church responsible and accountable. Its design is to preserve Bible standards, protect integrity and anointing, and bring the offender to repentance, redemption, and restoration to God, self, family, and others.
(2 Samuel 12:1-14; Matthew 18:15-20; 1 Corinthians 5; 2 Corinthians 2:3-11; Galatians 6:1-5; James 5:19-20.) In the spirit of Galatians 6:1-2, the church is committed to the healing and restoration of the fallen.
- B. Process** – Members found guilty of conduct contrary to Scripture, teaching contrary to the statement of faith, causing conflict among the members, or failure to be in harmony or cooperation with the program of the church, the lead pastor, or these bylaws shall be confronted by church elders and the lead pastor. Members who refuse to repent and receive corrective discipline in the spirit of restoration may be dismissed from membership by the governing board or elders upon recommendation of the lead pastor. Members accused of wrongdoing or under discipline forfeit the right to resign from membership. Resignations from membership are possible only by active members who are not accused

of wrongdoing and are not under discipline. Members who are dismissed from membership shall be notified in writing by the church secretary.

Section 10. Transfer and Withdrawal

- A. Withdrawal** – Active, inactive, and homebound members not accused of wrongdoing or not under discipline may voluntarily withdraw from membership by submitting a signed letter of notification to the lead pastor and governing board or elders.

ARTICLE 5. CORPORATE OFFICERS

The officers of the church corporation shall be the lead pastor, who shall serve as president, a secretary, a treasurer, and if so determined by the governing board, a vice president.

Section 1. Eligibility

An officer must be a member in good standing of the church and actively living a godly Christian life.

Section 2. Appointment and Term of Office

The lead pastor shall be the president of the corporation for a term concurrent with his service as lead pastor. Upon recommendation of the lead pastor, the governing board shall appoint, continue in office, or terminate the other officers of the corporation and determine terms of service.

Section 3. Vacancy or Incapacity

In the event of a vacancy or incapacity of an officer other than the president, upon recommendation of the lead pastor, the governing board shall appoint a successor and determine the term of service.

Section 4. Resignation

Except for the office of the president, officers shall provide a 30-day written, signed notice of resignation to the president.

Section 5. Accountability

The president shall be accountable to the governing board. Other officers shall be accountable to the president for faithfulness and fulfillment of their duties.

Section 6. Duties

- A. President** – The president is the chief executive officer of the church corporation, implements the directives of the governing board, is a member of the governing board, and shall act as chairman of all business meetings of the church and the governing board. The president shall serve as member ex officio of all church bodies and organizations of the church.
- B. Secretary** – The secretary shall keep accurate minutes of all governing board, annual, and special business meetings and may act as secretary of any other body or committee as desired by the lead pastor. The secretary shall ensure the safekeeping of all church records and documents, sign legal documents, and perform other duties as required by the lead pastor and the governing board.
- C. Treasurer** – The treasurer shall supervise the receipt and deposit of all funds of the church in accordance with the finance provisions of these bylaws. The treasurer shall keep accurate records of all receipts and disbursements, maintain and distribute donor receipts according to IRS policy, submit monthly reports to the lead pastor and governing board, submit an annual report to the membership, and upon request by the lead pastor and governing board, submit other reports to the membership of

the church. With the approval of the governing board, the treasurer shall establish an accountable internal control plan. All records shall be open at all times to inspection by the lead pastor and governing board. All records shall be open, with proper notice, to active members in good standing and to other parties as required by state law.

Section 7. Combined Offices

One person may hold not more than two offices, except the office of the president.

Section 8. Discipline

The president shall be under the disciplinary authority of the governing board. Other officers shall be under subject to the governing board's disciplinary authority and to the disciplinary procedures prescribed in these bylaws.

ARTICLE 6. LEAD PASTOR

Section 1. Definition

The lead pastor is the shepherd of the flock. The lead pastor, under God's guidance, in consultation with the church's governing board, will provide vision and practical direction to the church body.

Section 2. Eligibility

The lead pastor shall exemplify the characteristics of a godly Christian life and possess the qualities of a spiritual leader as stated in 1 Timothy 3:1-13. The lead pastor shall be a credentialed minister in good standing.

Section 3. Pastoral-Selection Process

The governing board shall conduct the pastoral-selection and may include counsel from any current elders and any affiliate networks. The governing board must notify the congregation when they are seeking a new lead pastor. The governing board must provide the congregation with an update at least every 28 days from the date of original notification until a new lead pastor is selected for election.

Section 4. Pastoral First-Term Election

The first election of any individual as the lead pastor shall be a membership election. The election shall take place at an annual or specially called meeting of the church membership. Any pastor in good standing who has been selected by the governing board as a viable candidate for lead pastor shall be eligible for election of a first term.

Paragraph 1. Term Length

- A.** The first term of an elected lead pastor shall expire after twelve months from the election date. Any pastor in good standing whose initial term expires shall be eligible for reelection; however, no pastor may be elected for a life term.

Paragraph 2. Electoral Process

- B.** The governing board shall set a date for a membership meeting for the purpose of having a membership vote on the selected pastor's first term of office as lead pastor. This vote may be included as part of the annual business meeting. However, if a vote on the selected pastor's first term of office as lead pastor is to be included in the annual meeting, the notice of the meeting shall clearly specify such a vote will be taken at the annual meeting.

- C. Notice of the meeting shall be sent to all active members in good standing and homebound members by preferred means of notification, such as electronic, and announced at a regularly scheduled worship service at least two weeks before the date of the meeting.
- D. A two-thirds majority vote of active members in good standing present and seated at the meeting called for the purpose of pastoral election and of absentee ballots of homebound members is required for pastoral election.
- E. In the event the selected pastor is elected as lead pastor, the secretary shall officially record and send immediate written notice, preferably electronically, of the election to the members.
- F. In the event the selected pastor is not elected as lead pastor, the secretary shall send immediate written notice, preferably electronically, of the failure to elect to the members. A failure to elect will initiate the pastoral-selection process as prescribed herein (Article 6, Section 3).

Paragraph 3. Ballots

- A. All pastoral-election votes shall be determined by secret ballot.
- B. Absentee ballots will only be accepted from homebound members.
- C. Tellers shall be appointed by the governing board to count the ballots. No teller may be an employee of the church or related to the selected pastor by either blood or marriage.
- D. Tally sheets will be signed in ink by the tellers prior to being handed to the secretary of the church.
- E. The church secretary shall certify the results and record them in the official minutes.

Section 5. Pastoral Reelection

The first reelection of the lead pastor shall be a membership election. The election shall take place at an annual or specially called meeting of the church membership. Any pastor in good standing whose initial term expires shall be eligible for reelection; however, no pastor may be elected for a life term.

Paragraph 1. Electoral Process

- A. At least four weeks before the expiration of the lead pastor's first term, the governing board shall set a date for a membership meeting for the purpose of having a membership vote on the continuance of the lead pastor's term of office. This vote may be included as part of the annual business meeting, if the date of the annual business meeting coincides with the lead pastor's term. However, if a vote on the continuation of the lead pastor is to be included in the annual meeting, the meeting notice shall clearly specify that such a vote will be taken at the annual meeting.
- B. Notice of the meeting shall be sent to all active members in good standing and homebound members by preferred means of notification, such as electronic, and announced at a regularly scheduled worship service at least two weeks before the date of the meeting.
- C. A two-thirds majority vote of active members in good standing present and seated at the meeting, called for pastoral reelection, and of absentee ballots of homebound members is required for pastoral retention.
- D. In the event the lead pastor is reelected, the secretary shall officially record and send immediate written notice, preferably electronically, of the reelection to the members.
- E. In the event the lead pastor is not reelected, the secretary shall send immediate written notice, preferably electronically, of the failure to re-elect to the members. The lead pastor's service will cease within 30 days unless otherwise specified by the governing board. A failure to re-elect will initiate the pastoral-selection process as prescribed herein (Article 6, Section 3).

- F. In the event only a simple majority vote is received, another vote of active members in good standing will take place on whether to retain the lead pastor for up to one year or until a new lead pastor is elected. If a new lead pastor is not selected by the end of that year, another membership meeting shall be called for the purpose of voting on the lead pastor's retention.

Paragraph 2. Ballots

- F. All pastoral-retention votes shall be determined by secret ballot.
- G. Absentee ballots will only be accepted from homebound members.
- H. The governing board shall appoint tellers to count the ballots. No teller may be an employee of the church or related to the lead pastor by either blood or marriage.
- I. Tally sheets will be signed in ink by the tellers before being handed to the church secretary.
- J. The church secretary shall certify the results and record them in the official minutes.

Section 6. Pastoral Review

After the initial reelection of the lead pastor, authority for pastoral retention shall be vested in the governing board. The governing board shall review the lead pastor every four years to provide positive feedback, suggest areas needing attention or correction, and determine whether to continue the pastor's service.

Section 7. Duties

The lead pastor shall:

- A. Be the spiritual and corporate leader of the church. The lead pastor shall minister to the spiritual needs of and guard the membership against dissension and be devoted to the mission of the church.
- B. Call and lead meetings of the governing board and business meetings of the membership.
- C. Consistently work to strengthen Christian life among the membership and in the community.
- D. Have full responsibility for the supervision of all services and meetings of the church, except as otherwise provided in these bylaws, have general supervision over all ministries and auxiliary activities, and be an ex officio member of all church bodies.
- E. Be responsible, with the treasurer and governing board of the church, for deposits and disbursements of all funds, records, and reporting of finances.
- F. Appoint members of the governing board as prescribed in these bylaws.
- G. Recommend all pastoral and staff positions and personnel, both paid and unpaid, for approval or appointment by the governing board.
- H. Be responsible, in consultation with the governing board, for reviews and evaluations of staff pastors, members of the governing board, administrative staff, and ministry leaders.
- I. Provide at least 30 days' written notice to the governing board before resignation.

Section 8. Financial Support

- A. **Compensation and Benefits** – The lead pastor shall be compensated for services by a compensation and benefits package. The governing board shall review the lead pastor's compensation and benefits package at least annually.
- B. **Housing Allowance** – The lead pastor may annually submit a signed request to the governing board for a portion of his compensation to be classified and recorded in minutes as housing allowance and excluded from federal taxes as provided by the IRS. Housing allowance requests shall always be submitted and approved in advance of implementation.

- C. Event and Ministry Function Expenses** – The governing board shall consider the payment of expenses incurred by the lead pastor’s attendance at regional and national events and other church or ministry functions. The governing board shall pay, reimburse, or provide an offering to help defray such expenses, according to the church’s ability.
- D. Accountable Reimbursement Plan** – The governing board shall establish an accountable reimbursement plan for the payment of approved ministry expenses upon the presentation of receipts.
- E. Severance Package** –The governing board shall, with the aid of the treasury’s accountable internal control plan, develop a reasonable severance package and appropriate farewell considerations for the departing lead pastor who has honored biblical standards and the ethics of a departing lead pastor as confirmed by the governing board.

Section 9. Interim Pastor

In the event of an emergency or when a church is without a pastor, the governing board shall appoint an interim pastor. The appointment shall not exceed two years. An individual interested in becoming the lead pastor of the church shall not be eligible to serve as an interim pastor unless otherwise determined by the governing board and vote of a majority of the members.

Section 10. Charges and Violations

- A. Charges** – A member making a charge against the lead pastor must present it in writing to a member of the governing board, signed by corroborating witnesses.
- B. Authority** – The governing board will initially investigate charges. The governing board will determine if a charge involves a violation.
 1. A charge against the lead pastor, any staff pastor, or a member that entails violations of these bylaws requires the governing board to assume authority over the pastor or member under provisions herein.
 2. A charge against the lead pastor, any staff pastor, or member that does not entail violations of these bylaws shall be overseen by the governing board as prescribed in these bylaws.

ARTICLE 7. GOVERNING BOARD

Section 1. Eligibility

Members of the governing board shall be individuals whose character is consistent with the qualifications of a deacon (1 Timothy 3:8-12) and who demonstrate the gifting, ability, and maturity necessary to fulfill their duties. (Romans 12:4-8; I Corinthians 12:28.) A qualified candidate shall be an active member of the church for not less than 12 months.

Section 2. Composition

The governing board shall consist of not fewer than three individuals of legal age according to state law, a majority of whom must be neither employees nor staff and/or related by blood or marriage to the lead pastor or other members of the governing board. The lead pastor shall serve as chair.

Section 3. Appointment and Ratification Process

Two months before a membership meeting, active members may submit in writing to the lead pastor the names of individuals they believe are qualified to serve on the governing board. The lead pastor shall nominate, the governing board shall appoint; and a majority of the active members present at an annual or specially called

membership meeting shall ratify appointments. Members of the governing board shall be eligible for reappointment by the governing board upon recommendation of the lead pastor with ratification by a majority of the active members present at an annual or specially called meeting.

Section 4. Vacancy or Incapacity

In the event of a vacancy or incapacity of a member of the governing board, upon recommendation of the lead pastor, the governing board shall appoint a successor to fulfill the uncompleted term of service.

Section 5. Term of Appointment

The term of appointment shall be one to three years. Terms of office shall commence from the date of ratification by the active members or as separately provided by the governing board. Members of the governing board may be reappointed for a total term no longer than 6 consecutive years, but no member may be appointed to an indefinite or life term.

Section 6. Responsibilities of the Governing Board

The governing board shall:

- A.** Serve as the board of directors of the corporation.
- B.** Work in concert with the lead pastor to pursue the mission of the church.
- C.** Approve the annual budget, with salaries for all paid personnel; manage the legal and financial affairs of the church, and provide for the insurance of properties owned by the church. Individual members of the governing board shall not independently make decisions in the name of the church.
- D.** Provide appropriate care and maintenance of the properties owned by the church.
- E.** Conduct a quadrennial review of the lead pastor as prescribed in these bylaws.
- F.** Sign legal papers such as deeds, mortgages, and leases that have been approved in accordance with these bylaws.
- G.** Submit decisions affecting the sale or purchase of real property or decisions to incur indebtedness exceeding (\$10,000) for ratification by a majority of active members present at an annual or specially called meeting. Assure that accurate, monthly records of the financial receipts and expenditures of the church are maintained and reported. Review all financial reports monthly. Copies shall be available to active members.
- H.** Appoint all staff pastors and other personnel, both paid and unpaid, upon recommendation of the lead pastor.
- I.** Approve the development and discontinuance of church ministries or departments and committees, which shall be appointed by, accountable to, and whose responsibilities shall be defined by the lead pastor and governing board.
- J.** Communicate and coordinate with the elders of the church and affiliated networks in the absence of the lead pastor, a transition between lead pastors, or other emergencies, as prescribed herein.

Section 7. Quadrennial Review

The governing board shall quadrennially review the lead pastor using the qualifications for leadership in the New Testament, the requisites listed herein, and may use tools encouraged by affiliate networks. Active members shall have the opportunity to provide written, signed input during these reviews.

- A. Satisfactory** - Upon completion of a satisfactory quadrennial review of the lead pastor, the governing board shall notify the congregation of the pastor's continued service.

- B. Unsatisfactory** - Upon completion of an unsatisfactory quadrennial review the governing board may refuse to continue the service of the lead pastor. In the event the lead pastor has failed the review, the secretary shall send immediate written notice, preferably electronically, of the review failure to the members. The lead pastor's service will cease within 30 days unless otherwise specified by the governing board. An unsatisfactory review will initiate the pastoral-selection process as prescribed herein (Article 6, Section 3).
- C. Conflict** - Upon completion of a quadrennial review continuing the lead pastor's service but revealing conflict between the lead pastor and governing board or individual members of the governing board, the governing board or lead pastor may request assistance from affiliated networks in resolving the conflict.

Section 8. Accountability

The governing board shall be accountable to the membership and the lead pastor.

Section 9. Discipline

Members of the governing board shall be subject to discipline as prescribed in these bylaws for members.

Section 10. Dismissal

Members of the governing board may be dismissed for the causes prescribed in these bylaws for members and by not adhering to the process prescribed in these bylaws for members.

Section 11. Meetings and Quorum

Regular meetings of the governing board shall be held at least quarterly at places and times determined by the lead pastor. Meetings shall be scheduled at the end of the last meeting. For other special meetings, notice shall be provided electronically at least 7 days in advance. A majority of the governing board shall constitute a quorum.

Section 12. Minutes

Minutes shall be kept of all meetings of the governing board and distributed to each board member.

ARTICLE 8. ELDERS, STAFF PASTORS, AND MINISTRY LEADERS

Section 1. Elders

Elders shall serve with the lead pastor as spiritual overseers of the church.

- A. Eligibility** – They shall exemplify the characteristics of a godly Christian life as stated in 1 Timothy 3:1-13 and Titus 1:6-9. Although these attributes will never be fully perfected, elders must be clearly committed to pursuing their development. Elders shall demonstrate they possess giftings and spiritual maturity necessary for shepherding people toward faithfulness to God and His Word. (Acts 20:28-30; 1 Corinthians 4:2, 12:28-31; Ephesians 4:14-16; 1 Peter 5:1-4.) Faithful participation in the church's ministries, spiritual accord with the lead pastor and elders, and financial support through generous giving are among the indicators of readiness to serve as an elder.
- B. Appointment** – Elders shall be appointed by and serve at the pleasure of the lead pastor. There shall be no fewer than three.
- C. Duties** – Elders shall serve in an advisory capacity to and as co-laborers with the pastor in all matters of the church's spiritual life and ministry.

Section 2. Staff Pastors

- A. Eligibility** – They shall exemplify the characteristics of godly Christian lives and possess the qualities of spiritual leaders as stated in 1 Timothy 3:1-13. Individuals appointed to full-time ministry roles shall be ordained ministers in good standing.
- B. Appointment & Review** – Staff pastors shall be appointed by the governing board upon recommendation by the lead pastor. They shall serve congruent with the lead pastor’s tenure and should anticipate resigning upon the lead pastor’s departure. The lead pastor and governing board shall review staff pastors every four years.
- C. Duties** – Staff pastors will function in a manner consistent with their job descriptions as determined by the lead pastor and elders, and affirmed by the governing board.

Section 3. Ministry Leaders

Ministry leaders shall be appointed by the lead pastor, with approval by the governing board, and shall be responsible to the pastor.

ARTICLE 9. FINANCE

All funds given to or received by the church for operation, development, and maintenance shall be deposited in governing-board-approved banks or other federally insured institutions under the supervision of the treasurer. The church may accept gifts of real and/or personal property at the discretion of the governing board.

Section 1. General Fund

All undesignated contributions shall be part of the general fund.

Section 2. Donor-Designated/Restricted Funds

All donor-designated contributions shall be held as restricted funds and expended only according to the designation of the donor.

Section 3. Other Offerings and Fundraising

Ministries of the church may receive offerings and raise funds as authorized by the governing board. Monies shall not be solicited or collected from members by a member of the church for any cause without the consent of the pastor or governing board.

Section 4. Handling Offerings and Receipts

- A.** Offerings shall be counted by at least two authorized individuals, not related by blood or marriage, before the funds are removed from the church facility. An offering-receipts report shall be signed by those counting the offering and submitted to the treasurer.
- B.** Written receipts shall be issued to donors for tithes, offerings, and other monetary contributions. IRS rules must be followed when acknowledging all cash and non-cash gifts.
- C.** Funds shall be deposited within 24 hours of receipt or as soon as possible thereafter.

Section 5. Disbursements

Disbursement of funds shall be under the supervision of the lead pastor and governing board. One approved signature on checks is acceptable only if individual disbursements, including electronic transfers, on all monthly bank account statements are each reviewed and initialed within 90 days of the statement date by a non-signer on the accounts and he or she provides a timely report of the review results to the governing board members,

including the president. In the absence of this procedure, two approved signatures shall be required. Signatories shall include the lead pastor and treasurer. Other officers or members of the governing board may be added as signatories if desired. Checks shall not be pre-signed nor affixed with a stamped signature.

Section 6. Investments

The church shall not invest its funds in non-governmentally regulated investments or in a business in which a pastor, member of the governing board, officer, or employee has a personal interest. The church may raise revenue through fund raising activities and contributions consistent with the nonprofit laws of the state and the IRS code as it applies to 501(c)(3) corporations.

Section 7. Contracts

The governing board may, by a majority vote and as documented in official minutes, authorize officers to enter into contracts or execute and deliver instruments in the name of and on behalf of the church. Such authority may be general or restricted to specific instances.

Section 8. Indebtedness

The lead pastor and governing board shall not incur indebtedness above (\$10,000) without approval by a majority of active members at a regular or special business meeting.

Section 9. Fiscal Year

The church fiscal year shall be January 1 through December 31.

Section 10. Audit Review

The church may have a biennial audit review conducted by an independent auditor.

ARTICLE 10. PROPERTY

All property, real or chattel, shall be received, held, sold, transferred, or conveyed in the name of the church corporation. Real property owned by the church shall not be sold, leased, mortgaged, or the title otherwise encumbered without first receiving counsel and approval of the governing board. A majority of active members present at a business meeting shall ratify actions regarding property.

ARTICLE 11. RESOLUTION OF DISPUTES

Scripture instructs Christians to handle disputes among church members within the church, and, if at all possible, without legal implications, rather than in civil courts. (1 Corinthians 6:1-8.) If a member feels there is an offense or misunderstanding with another member, he or she shall promptly go with the lead pastor, a member of the governing board, a staff pastor, or a ministry leader go to the other individual in love in order to resolve the difference.

- A. Unresolved** – If the offense cannot be resolved on an individual basis, the two parties shall meet together with an appropriate church leader to resolve the dispute.
- B. Church Mediation** – In the event two or more members of the church cannot resolve or agree about a dispute between them with the assistance of a church leader, they shall submit the dispute for mediation or judgment within the church, through the pastor or governing board. They shall refrain from suing one another or the church in a court of law.

- C. Outside Mediation** – In the event of a dispute between a member and the pastor or governing board, the pastor or governing board may request an affiliate network leader to provide a mediator to resolve the dispute.
- D. Abiding by Mediation** – Members shall agree to abide by the outcome of mediation. Failure to do so may be grounds for discipline.

ARTICLE 12. CESSATION

Section 1. Dissolution

Should the church become extinct or be dissolved, all assets remaining after discharging the corporation’s obligations and responsibilities shall be turned over to an affiliate ministry. Such recipient organization or organizations must also be exempt from federal income taxation under the provisions of Section 501(c)(3) of the Internal Revenue Code. In no event may any of the assets of the church, upon dissolution thereof, be paid to or incurred to the benefit of any individual member, member of the governing board, officer of the corporation, or any other private individual.

ARTICLE 13. APPEALS AND AMENDMENTS

Section 1. Appeals

Appeals must be submitted in writing and signed to be considered at the next meeting of the body to which they are submitted. Appeals of decisions by the lead pastor and governing board shall be submitted to the lead pastor and governing board.

Section 2. Amendments

- A.** Proposed amendments to these bylaws may be presented at an annual or special meeting of the membership for which advance notification provisions have been met. Approval shall be by a 2/3 vote of active voting members present.

ARTICLE 14. PARLIAMENTARY AUTHORITY

Robert’s Rules of Order, Newly Revised, latest edition, shall be the parliamentary authority on all points not conflicting with the articles of incorporation or these bylaws.

Vital Church has officially adopted these bylaws by vote of the active members in good standing.

Date of action

Lead pastor’s signature

Treasurer’s signature

Secretary’s signature