

**Church Constitution & Bylaws  
Rhea's Mill Baptist Church  
McKinney, Texas**

**Approved Oct 2018**

# CONSTITUTION

## Preamble

We declare and establish this constitution to preserve and secure the principles of our faith and to govern the body in an orderly manner. This constitution will preserve the liberties of each individual church member and the freedom of action of this body in relation to other churches.

## Article I. Name

This body shall be known as the Rhea's Mill Baptist Church of McKinney, Texas (the "Church"), located at 5733 N. Custer Rd., McKinney, Texas 75071.

## Article II. Purpose

Our purpose shall be to worship God through Christ Jesus, His Son, by the help of the Holy Spirit and to preach and teach the Gospel of our Lord and Savior, Jesus Christ; to evangelize a lost world; to improve the spiritual life of our members through religious education and Christian discipleship; to develop Christian stewards of time, talent, and material possessions; to advance the cause of missions at home and abroad; to minister in Christ's name to human needs wherever they exist; to conduct worship services; and to administer the ordinances of the New Testament.

## Article III. Statement of Core and Sincerely Held Religious Beliefs

**Section 1.** This Church has Core and Sincerely Held Religious Beliefs that form the essence of our faith, teaching, and practice.

- 3.1(a) The Bible is the inspired Word of God. The human authors wrote under the supernatural guidance of the Holy Spirit so that the very words recorded in the original manuscripts are without error. The Bible is the complete and final authority for belief and behavior. (II Timothy 3:16; II Peter 1:21; I Corinthians 2:13; John 17:17)
- 3.1(b) God is the Creator and Supreme Ruler of the universe. Although there is only one God, we believe he has eternally existed in three eternal and coequal persons: the Father, the Son, and the Holy Spirit. (Mark 12:29; John 4:24; Matthew 3:16-17; Matthew 28:19; II Corinthians 13:14)
- 3.1(c) Jesus Christ is the pre-existent and eternal Son of God who became man in order to reveal God and redeem man. We believe He was supernaturally conceived of the Holy Spirit and born of the virgin Mary. We believe Christ died on the cross as a substitute for sinful man, was buried, arose bodily from the tomb, ascended into Heaven where He ministers on the behalf of saints, and someday will come again for His own. (John 1:18; and 8:58; Matthew 1:23; Colossian 1:15-17; I Timothy 1:15 and 3:16)
- 3.1(d) The Holy Spirit is fully equal with God the Father and God the Son. The Holy Spirit is active in the world to restrain evil, convict people of sin, and bestow God's goodness on all. He also indwells every Christian from the moment of

salvation, providing power for living, guidance, and spiritual gifting. (Acts 5:3-4, II Thessalonians 2:3-9; John 16:7-11; Matthew 5:45; Titus 3:5; Ephesians 1:13; I Corinthians 6:19 and 12:13; Ephesians 3:20; I Corinthians 14; James 5:14; Ephesians 5:18; Romans 8:16 and 14; John 16:13, 7)

- 3.1(e) Man was created in the image and likeness of God to glorify Him. Through deliberate disobedience, we believe man fell from his sinless state and lost his fellowship with God and became subject to spiritual and physical death. We believe that through Adam's transgressions the entire human race has inherited a sinful nature, which is essentially evil and unable to please God. (Gen. 1:26-27 and 3:24; Romans 5:12; Ephesians 2:1-3)
- 3.1(f) Salvation from the penalty and power of sin is provided only through the blood of Jesus Christ, which He shed on the cross when He died in our place. Salvation cannot be earned. It must be received as a free gift through personal faith in Jesus Christ. At the time of salvation, a person's sins are forgiven, and he is declared righteous in the sight of God. This salvation is complete and all who have trusted Christ as Savior will never lose their salvation. (I Peter 1:18-19; II Corinthians 5:21; I Peter 2:24; Ephesians 2:8-9; Titus 3:5; Ephesians 4:32; Romans 5:1; Romans 8:38-39)
- 3.1(g) The Church is a unique organism composed of individuals who have placed their faith in Christ as Savior. The Church exists both in a universal aspect, as the Body of Christ, and in a local assembly of believers. The local church has the twofold purpose of the edification of believers and the evangelization of the lost. The two ordinances of the church are water baptism, and the Lord's Supper. (I Corinthians 12:13; Acts 2:1-4; I Thessalonians 4:13-17; Colossians 4:16; Ephesians 4:7; Hebrews 13:17; Matthew 28:19-20; I Corinthians 11:23-28)
- 3.1(h) People were created to exist forever. People who reject Jesus Christ will be eternally punished, separated from God in Hell. People who accept Jesus Christ as their Savior and Substitute will exist with God in an eternal state of bliss. (John 14:3; Heb. 10:37; 2 Cor. 5:10; Matt. 24:21-31; Rev. 20-22)
- 3.1(i) We believe that God wonderfully and immutably creates each person as a biological male or biological female, and that these two distinct, complementary genders together reflect the image and nature of God. We believe that marriage is exclusively the uniting of one man with one woman in a Biblical covenant relationship for a lifetime. Genesis 1:26-28; 2:18-25, Matthew 5:31-32; 19:3-9, I Corinthians 7:1-16, Ephesians 5:21-33, Colossians 3:18-21
- 3.1(j) We believe that all human life is sacred and created by God in His image. Human life is of inestimable worth in all its dimension, including pre-born babies, the aged, the physically or mentally challenged, and every other stage or condition from conception through natural death. We are therefore called to defend, protect, and value all human life. Psalms 139

#### **Article IV. Final Authority**

The Statement of Core and Sincerely Held Religious Beliefs does not exhaust the extent of our beliefs. The Bible itself, as the inspired Word of God, speaks with final authority concerning truth, morality, and the proper conduct of mankind, is the sole and final source of all that we believe. For purposes of the organization's faith doctrine, practice, policy, and discipline, our Lead Pastor, and in his absence, the Executive Committee of the Church will be the final interpretive authority on the Bible's meaning and application.

#### **Article V. Relationship**

This Church is affiliated with the Southern Baptist Convention and the Collin Baptist Association.

#### **Article VI. Polity**

This is a sovereign and democratic Baptist church under the Lordship of Jesus Christ. The membership retains unto itself the right of exclusive self-government in all phases of the spiritual and temporal life of this Church.

#### **Article VII. Amendments**

- 7.1(1) Presentation to Executive Committee. Any proposed amendment to the Constitution shall be presented in writing to the Executive Committee. Any Member may submit proposed amendments.
- 7.1(2) Adoption by Executive Committee. The Executive Committee shall promptly consider all properly submitted proposed amendments. The Executive Committee shall have the authority to conform the language (but not the meaning) of the proposed amendment and the duty to assess its impact. A vote of at least sixty-six percent (66%) of the Executive Committee members present and voting is required to forward the proposed amendment to the Members for approval. The vote of the Executive Committee shall be final.
- 7.1(3) Approval by Church Membership. Any proposed amendment approved by the Executive Committee shall be presented to the Members at two separate Church Meetings, provided that the vote may be taken only at the second presentation. Amendments, to be adopted, must obtain at least a sixty-six percent (66%) vote of the Members present and voting.

# BYLAWS

## Preamble

These Bylaws are meant only to help carry out ministry. The spirit and purpose of Rhea's Mill Baptist Church of McKinney, Texas (the "Church") is ministry, not government. Government is only the channel that expedites ministry. These Bylaws are adopted for the orderly management of the Church and are in accordance with The Texas Business Organizations Code (the "Act"), as amended from time to time.

## Article I. Non-Profit Status

### Section 1. Non-Profit Status

- 1.1(1) Non-Profit. This Church is organized pursuant to the Texas Business Organizations Code as a non-profit corporation. The property of this Church is irrevocably dedicated to charitable purposes and no part of the net income or assets of this Church shall inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the Church, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Church shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and that has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, as decided upon by the Executive Committee.
- 1.1(2) Prohibited Acts. No substantial part of the activities of this Church shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.
- 1.1(3) No Personal Benefit. No part of the net earnings of this Church shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this Church shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these Bylaws.
- 1.1(4) Compliance. Notwithstanding any other provision of the Articles of Incorporation or these Bylaws, this Church shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

## **Article II. Church Membership**

### **Section 1. General**

- II.1(1) The Membership retains unto itself the exclusive right of self-government in all phases of the spiritual and temporal life of this Church.
- 2.1(2) The Membership reserves the exclusive right to determine how people shall become members of the Church and the conditions of such Membership.

### **Section 2. Membership**

- 2.2(1) Members. A person who presents himself or herself to the Church may be considered for membership ("Member") by:
- (a) profession of faith in Jesus Christ as his or her personal Savior and upon baptism by immersion
  - (b) transfer of membership by letter or by a statement of a previous baptism and membership in another like-minded church; or
  - (c) affirmation of one's prior profession of faith in Jesus Christ as his or her personal Savior and affirmation that his or her previous baptism was in agreement with biblical principles of Believer's Baptism (immersion being symbolic of conversion).
  - (d) Members prior to the effective date of these Bylaws are Members.
- 2.2(2) Upon verification that the person qualifies for Membership, the Lead Pastor or his designee will make the final determination of that Membership.

### **Section 3. Member Rights**

- II.3(1) Voting. Every Member of the Church who shall have attained the age of fourteen (14) years shall be entitled to vote upon the following matters:
- (a) membership of the Executive Committee, save and except 1) membership of the Lead Pastor and Executive Pastor, and 2) the Initial Executive Committee (as previously elected by the members);
  - (b) the call of the Lead Pastor;
  - (c) the acquisition, sale, long term lease or distribution of or the placement of a lien on any real property;
  - (d) the change in the name of the Church;
  - (e) the dissolution, merger, acquisition of or change in the affiliation of the Church;

- (f) the sale of all or substantially all of the Church's assets;
- (g) amendments to the Constitution or Bylaws of the Church as brought forth by the Executive Committee;
- (h) any other matter which the Executive Committee may determine warrants a congregational decision; and
- (i) the members of the Lead Pastor Search Committee.

2.3(2) Super Majority Vote. All matters presented to the Members of the Church pursuant to Sections 2.3(1) of these Bylaws shall be determined by a vote of at least two-thirds of the Members present and voting, *provided, however*, that matters presented under Section 2.3(1)(i) shall be determined in accordance with Section 3.3(1) of these Bylaws. Unless otherwise provided in the Constitution or these Bylaws, all other matters shall be determined by a vote of a majority of the Members present and voting. Voting by proxy is not permitted, except as otherwise expressly provided in these Bylaws.

**Section 4. Membership Rights and Expectations**

2.4(1) Lord's Supper. All Members of the Church may participate in the ordinance of the Lord's Supper.

2.4(2) Expectations of Members. All Members are expected to be faithful and obedient in all areas of the Christian life, align with the Church's Core and Sincerely Held Religious Beliefs and the Church's statement of Final Authority, attend the services of the Church, give regularly to its support, and participate in the life and mission of the Church and its ministries.

**Section 5. Termination of Membership**

2.5(1) Membership shall be terminated upon:

- (a) death;
- (b) transfer of membership to another church;
- (c) proof of membership in another church;
- (d) written resignation by the Member delivered to the Lead Pastor or his designee; or
- (e) exclusion by action of this Church as defined in Section 6 below.

**Section 6. Membership Discipline**

2.6(1) Redemption rather than punishment should be the guideline which governs the attitude of one Member toward another. The Lead Pastor, Executive Pastor, Ministers, and Deacons are available for counsel and guidance.

- 2.6(2) Should any Member become a liability to the testimony of Jesus Christ or to the Core and Sincerely Held Religious Beliefs of the Church, every reasonable measure will be taken by the Lead Pastor, Executive Pastor, Ministers, and Deacons to resolve the issue. All such proceedings shall be pervaded by a spirit of Christian kindness and forbearance. If the issue remains unresolved, then the wayward Member should be brought before the Lead Pastor or his designee for appropriate action up to and including membership dismissal.

**Section 7. Record of Membership**

- 2.7(1) The Church Clerk, at the direction of the Lead Pastor or his designees, shall keep an accurate roll of all Members, and insofar as possible, an up-to-date record of mailing addresses, email addresses, and telephone numbers.

**Article III. GOVERNANCE**

**Section 1. Executive Committee**

- 3.1(1) Purpose and Duties. The purpose of the Executive Committee shall be to act as the Church's board of directors. The Executive Committee shall be responsible for:
- (a) affirming identification and insuring implementation of the long term vision and plan for the Church;
  - (b) approving all policies of the Church in accordance with these Bylaws, including but not limited to conflict of interest, whistleblowing, and retention of documents policies;
  - (c) all employment decisions concerning the Lead Pastor and Interim Lead Pastor subject to the vote of the Membership as provided in Section 2.3(1)(b) or Section 2.3(1)(i) of these Bylaws;
  - (d) election of the members of the Nominating Committee, Finance Committee, and all Ad Hoc Committees;
  - (e) presenting to the Church Membership three (3) members of any proposed Lead Pastor Search Committee as nominated by the Nominating Committee, in accordance with Section 3.3(1) herein;
  - (f) election of the Deacons, consistent with Section 5.1(7) herein;
  - (g) approval of an Annual Budget, and all changes thereto (the "Budget"), with the Budget submitted by the Finance Committee in accordance with Section 3.2(2)(b)(i)(A), and such approval done only after the Budget has been presented to the Members in a Church Meeting as per Section 7.4(2) herein;
  - (h) annually approve a financial report for the preceding year. Such report is to conform to accounting standards as adopted by the American Institute of Certified



Public Accountants and must include 1) a statement of support, revenue, and expenses; 2) a statement in fund balances; 3) a statement of functional expenses; and 4) a balance sheet for each fund;

- (i) approval of all changes to the Constitution and these Bylaws, subject to the vote of the Membership as provided in Section 2.3(1)(g) of these Bylaws; and
- (j) all other responsibilities provided for in these Bylaws.

- 3.1(2) Qualifications and Number of Executive Committee Members. All members of the Executive Committee must be Members of the Church and shall exhibit the traits promoted in Galatians 5:13-26. The number of members on the Executive Committee shall be seven (7). At least two (2) members shall be male, and at least two (2) members shall be female. Prospective members of the Executive Committee shall have served as follows: (i) completed a full term of service as a Deacon, and/or (ii) completed three (3) years of service on any of the Church Committees and/or (iii) completed three (3) years as a Small Group Leader.
- 3.1(3) Selection. The selection of the initial Executive Committee, to be in place as of the effective date of these Bylaws, will have been by church vote as determined by the members as defined at the time of such vote. Thereafter, the Nominating Committee shall vet a list and present the appropriate amount of candidates for the Executive Committee to the Church Members at meeting of the Membership. The candidates shall be presented as a slate and shall be elected upon at least a sixty-six percent (66%) vote of the Members present and voting.
- 3.1(4) Term, Term Limits, and Prohibition Against Simultaneous Service. Beginning with the effective date of these Bylaws, the initial seven-member Executive Committee shall include two (2) members to each serve three (3) year terms, two (2) members to each serve two (2) year terms, and one (1) member to serve a one (1) year term. Thereafter, unless otherwise provided by these Bylaws, each member shall serve a term of three (3) years, with either one (1) or two (2) of the members elected each year, provided, however, that anyone selected to fill a vacancy shall serve only until the end of the original term. The term of the members shall begin and end with the Church fiscal year. If, for any reason, a member cannot complete a term of service, the Nominating Committee shall nominate a person to fill the unexpired term. The nominations shall be approved by the Members at a meeting called for that purpose. During an Executive Committee member's term: (i) the member shall not serve on any Operating Committee or as Lead Deacon; and (ii) the member's immediate family members shall not serve on the Executive Committee, any Operating Committee or as Lead Deacon.
- 3.1(5) Re-election. After serving a three (3) year term or an unexpired term of twenty-four (24) months or more, an Executive Committee member shall be eligible for re-election only after the lapse of one (1) year. Those serving unexpired terms of less than twenty-four (24) months shall be eligible for re-election without any lapse or waiting period

- 3.1(6) Removal. Any member of the Executive Committee may be removed by a vote of at least sixty-six percent (66%) of the Executive Committee members present and voting on the basis that he or she fails to meet the requirements set forth in Section 3.1(2) of these Bylaws.
- 3.1(7) Leadership. The initial Chair shall be selected by majority vote of the initial Executive Committee. Thereafter, the Chair and Lead Pastor shall select a Vice-Chairperson, who shall serve as Chairperson the following year. The Lead Pastor is not to serve as either the Chair or Vice-Chairperson. The Executive Committee shall select other officers as it deems appropriate consistent with the Constitution and these Bylaws. The term of the Chair and all other officers shall be for one (1) year, provided, however, that anyone selected to fill a vacancy shall serve only until the expiration of the original term. No officer may succeed himself or herself except upon a vote of at least sixty-six percent (66%) of the members of the Executive Committee.
- 3.1(8) Ex Officio. The Lead Pastor and the Executive Pastor shall serve as voting ex-officio members of the Executive Committee and shall count toward the seven (7) seats on the Executive Committee. In the event the Church is without a Lead Pastor or Executive Pastor for any period of time exceeding 30 days, then the Executive Committee may move to fill such vacancy with a member as per Section 3.1(3). Any member selected to fill such vacancy shall serve as any other member of the Executive Committee. If the Lead Pastor or Executive Pastor is replaced during the term of such Executive Committee member, that member shall continue to serve out his or her term, and the new Lead Pastor or Executive Pastor shall contemporaneously serve in the above defined Ex Officio role on the Executive Committee.
- 3.1(9) Notice of Meetings. Prior notification of the Executive Committee meeting shall be delivered to each Executive Committee member in a reasonable amount of time.
- 3.1(10) Quorum. A majority of the number of the Executive Committee members shall constitute a quorum. No action may be approved without the vote of at least a majority of the number of the Executive Committee members required to constitute a quorum.
- 3.1(11) Abstention. An Executive Committee member who is present at a meeting and abstains from a vote is considered to be present and voting for the purpose of determining the act of the Executive Committee.
- 3.1(12) Salaries Prohibited. Members of the Executive Committee shall not receive salaries for their services. The Executive Committee may adopt a resolution providing for reimbursement to committee or ministry team members of properly documented expenses for attendance, if any, for performing their duties as a member of the Executive Committee. Unless otherwise prohibited by these Bylaws, an Executive Committee member may serve the Church in any other capacity and receive compensation for those services.

- 3.1(13) Action Without a Meeting. Any action which might be taken at any meeting of the Executive Committee may be taken without such meeting by writing or writings signed by all of the members of such committee. The writing or writings evidencing such action taken without a meeting shall be filed with the Chairperson of such committee and inserted by him or her in the permanent records relating to the meetings of the committee.
- 3.1(14) Meeting by Electronic Means. The Executive Committee may hold a meeting by telephone conference call or other electronic means when both of the following conditions are met:
- (a) each person entitled to participate in the meeting consents to the meeting being held by means of that system; and
  - (b) the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant.
- 3.1(15) Voting by Electronic Means. Decisions requiring a vote within the full authority of the Executive Committee may be accomplished through electronic means.

## **Section 2. Operating Committees**

- 3.2(1) General
- (a) Qualifications and Number of Members. All Operating Committee members must be Members of the Church and shall exhibit the traits promoted in Galatians 5:13-26. Each Operating Committee shall have a minimum of five (5) members and no more than nine (9).
  - (b) Nomination and Selection. The Nominating Committee shall present nominations to the Executive Committee in accordance with Section 3.2(2) of these Bylaws.
  - (c) Vice-Chairperson. The initial Chairperson will be selected by majority vote of that initial operating committee. Thereafter, except as otherwise provided in these Bylaws, the committee Chairperson will nominate a Vice-chairperson subject to approval by the current committee. The current year's Vice-chairperson will serve as the Chairperson of that operating committee in the following year, except as provided in subsection 3.2(1)(d).
  - (d) Term Limits of Chairperson. The Chairperson of each operating committee should serve in that capacity no more than one (1) year during his or her current term on that committee, unless exceeding the one-year limitation is or would be due to his or her filling a vacancy in the office, *provided*, that in the event of extraordinary circumstances the Executive Committee may, upon a vote of at least sixty-six percent (66%) of its members present and voting, may extend the term of the Chairperson an additional one (1) year. A Chairperson may serve as an advisor for the following Chairperson.

- (e) Term and Term Limits. Beginning with the effective date of these Bylaws, the subject Operating Committee shall include three (3) members to serve three (3) year terms, with the remaining balance of the committee evenly split to serve two year terms and one year terms respectively, Thereafter, unless otherwise provided by the Bylaws, each member of the Operating Committees shall serve a term of three (3) years, with approximately one-third of the members elected each year, provided, however, that anyone selected to fill a vacancy shall serve only until the end of the original term. The term of the members shall begin and end with the Church fiscal year, or with the Finance Committee, such term may begin in May or June of each year (at the discretion of the Executive Committee) so as to allow a new member to participate in the budget process. If, for any reason, a member cannot complete a term of service, the Nominating Committee shall nominate a person to fill the unexpired term. The nominations shall be approved by the Executive Committee. No Church Member may serve on more than one (1) Operating Committee at the same time. Immediate family members shall not serve on the same Operating Committee at the same time.
- (f) Removal. Any member of an Operating Committee may be removed by a vote of at least sixty-six percent (66%) of the Executive Committee members present and voting on the basis that he or she fails to meet the requirements set forth in Section 3.2(1)(a) of these Bylaws.
- (g) Re-election. After serving a three (3) year term or an unexpired term of twenty-four (24) months or more, an Operating Committee member shall be eligible for re-election to the same Operating Committee only after the lapse of one (1) year. Those serving unexpired terms of less than twenty-four (24) months shall be eligible for re-election to that same Operating Committee without any lapse or waiting period.
- (h) Ex Officio. The Lead Pastor and the Executive Pastor shall serve as non-voting ex-officio members of all Operating Committees.
- (i) Notice of Meetings. Prior notification of an Operating Committee meeting shall be delivered to each committee member in a reasonable amount of time.
- (j) Quorum. A majority of the number of Operating Committee members shall constitute a quorum. No action may be approved without the vote of at least a majority of the number of Operating Committee members required to constitute a quorum.
- (k) Abstention. An Operating Committee member who is present at a meeting and abstains from a vote is considered to be present and voting for the purpose of determining the act of the Operating Committee.
- (l) Salaries Prohibited. Members of Operating Committees shall not receive salaries for their services. The Executive Committee may adopt a resolution providing for reimbursement to committee or ministry team members of properly documented expenses for attendance, if any, for performing their duties as a member of a committee or ministry team. Unless otherwise prohibited by these Bylaws, an

Operating Committee member may serve the Church in any other capacity and receive compensation for those services.

- (m) Action Without a Meeting. Any action which might be taken at any meeting of any Operating Committee may be taken without such meeting by writing or writings signed by all of the members of such committee. The writing or writings evidencing such action taken without a meeting shall be filed with the Chairperson of such committee and inserted by him or her in the permanent records relating to the meetings of the committee.
- (n) Adoption of Rules. Each Operating Committee, subject to approval by the Executive Committee, may adopt rules for its own operation consistent with these Bylaws and rules adopted by the Executive Committee.
- (o) Meeting by Electronic Means. All Operating Committees of the Church may hold a meeting by telephone conference call or other electronic means when both of the following conditions are met:
  - (i) each person entitled to participate in the meeting consents to the meeting being held by means of that system; and
  - (ii) the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant.
- (p) Voting By Electronic Means. Decisions requiring a vote within the full authority of an Operating Committee can be accomplished through electronic means.

3.2(2) The Operating Committees of the Church shall be as follows:

- (a) Nominating Committee
  - (i) Purpose. The purpose of the Nominating Committee shall be to nominate members to the Church for service on the Executive Committee, nominate all Operating and Ad hoc Committees (other than the Nominating Committee) as directed by the Executive Committee, and nominate three (3) members of any Lead Pastor Search Committee.
  - (ii) Selection of Nominating Committee Members. Members of the initial Nominating Committee to be selected after the effective date of these Bylaws shall be nominated by the Committee of Nominators, which shall be comprised of the Lead Pastor, Executive Pastor, Lead Deacon, and Chairperson of the Executive Committee, the later of whom shall serve as the Chairperson of the Committee of Nominators. Thereafter, the Committee of Nominators shall also include the Chairperson of the Finance Committee and the Chairperson of the Nominating Committee. The Committee of Nominators shall meet at least once a year to make nominations and present the nominations to the Executive Committee. The

nominees to the Nominating Committee shall be approved by a majority vote of the Executive Committee members present and voting.

(b) Finance Committee

(i) Purpose. The purpose of the Finance Committee is to:

- (A) develop, promote, and submit to the Executive Committee an Annual Budget;
- (B) review statements not less than quarterly;
- (C) develop and review investment policies of the Church;
- (D) coordinate the memorial education funds and stewardship education process;  
and
- (E) fulfill any other duties and responsibilities as may be directed by the Executive Committee.

(ii) Process. The Finance Committee shall present to the Church Membership, for discussion only, its proposed Annual Budget at a Church meeting called for that purpose. After such meeting, the Finance Committee shall present its proposed Annual Budget to the Executive Committee for approval.

**Section 3. Ad Hoc Committees**

3.3(1) Lead Pastor Search Committee

- (a) Purpose. The purpose of the Lead Pastor Search Committee is to conduct a search and make recommendations to the Members concerning the calling of an individual for Lead Pastor.
- (b) Election of Committee Members. The Lead Pastor Search Committee shall be comprised of six (6) Church Members who shall exhibit the traits promoted in Galatians 5:13-26 and who shall be elected at a meeting of the Church called for that purpose. The candidates shall be nominated as follows:
  - (i) The Nominating Committee shall nominate three (3) members, who shall be presented by the Executive Committee for election as a slate; and
  - (ii) Members shall nominate candidates through a procedure adopted by the Executive Committee. The three (3) candidates receiving the highest number of votes of the Members present and voting, subject to tie-breaker rules established by the Executive Committee, shall be elected.
- (c) Simultaneous Service Permitted. Any member of the Executive Committee or any Operating Committee, and any member of their immediate family, may also serve as a member of the Lead Pastor Search Committee.

- (d) Election of Chairperson. The Lead Pastor Search Committee shall select a Chairperson from one of its six (6) members.
- (e) Process. The Lead Pastor Search Committee shall present a single candidate to the Executive Committee for affirmation. If the Executive Committee affirms the candidate by a vote of at least sixty-six percent (66%) of the members present and voting, the candidate shall then be presented to the Church Membership in accordance with Section 2.3(1)(b) of these Bylaws.

### 3.3(2) Additional Ad Hoc Committees

The Executive Committee may create other ad hoc committees consistent with these Bylaws, *provided, however*, that all members of any Ad Hoc Committee shall exhibit the traits promoted in Galatians 5:13-26.

### 3.3(3) Removal

Any member of an Ad Hoc Committee may be removed by a vote of at least sixty-six percent (66%) of the Executive Committee members present and voting on the basis that he or she fails to meet the requirements set forth in Section 3.3(2) of these Bylaws.

## **Article IV. Church Ministers**

### **Section 1. The Lead Pastor**

- 4.1(1) Qualifications. The Lead Pastor shall exhibit the traits listed in Titus 1:6-9 and 1 Timothy 3:1-7.
- 4.1(2) Responsibilities. The Lead Pastor is responsible for leading the Church to function as a New Testament church. He will lead the pastoral ministries, church staff, the congregation, organizations, worship services, ministries, moderate meetings, and committees as a non-voting ex-officio member. He will serve as an ex-officio, voting member of the Executive Committee, and lead the Executive Committee in identifying the long term vision and direction of the Church. Even though maintaining primary responsibility, the Lead Pastor may delegate some of the administrative and operations responsibilities to the Executive Pastor.
- 4.1(3) President and Chief Operating Officer. For purposes of the Act, the Lead Pastor shall be the President and Chief Operating Officer of the Church serving as the leader among leaders. As President and Chief Operating Officer of the Church, the Lead Pastor shall have all of the duties set forth for a President and Chief Operating Officer under the Act. The Lead Pastor shall not act as either Chairperson or Vice-Chairperson of the Executive Committee, and shall neither

vote on, nor determine, his own personal salary or benefits or approve his personal housing allowance.

- 4.1(4) Personnel. The Lead Pastor shall make all employment decisions; inclusive of this responsibility is the development and presentation to the Finance Committee of the Personnel Budget, save and except the Lead Pastor's salary which is set by the Executive Committee (and approved within the Annual Budget).
- 4.1(5) Appointment of Lead Deacon. The Lead Pastor shall appoint the Lead Deacon.
- 4.1(6) Termination. The Lead Pastor's ministry may be terminated by:
- (a) death;
  - (b) written statement of resignation delivered at least two (2) weeks in advance to the Executive Committee Chair; or
  - (c) a vote of at least sixty-six percent (66%) of the entire membership of the Executive Committee and a vote of at least sixty-six percent (66%) of the Deacons (based upon a quorum present), with the basis of such termination being that the Lead Pastor has failed to perform his duties or that his life contradicts the traits listed in Titus 1:6-9 and 1 Timothy 3:1-7, the Church's Core and Sincerely Held Religious Beliefs or the Church's statement of Final Authority.

## **Section 2. Executive Pastor**

- 4.2(1) Qualifications. The Executive Pastor shall exhibit the traits listed in Titus 1:6-9 and 1 Timothy 3:1-7.
- 4.2(2) Responsibilities. The Executive Pastor shall lead in the roles and responsibilities as provided by these Bylaws and as delegated to him by the Lead Pastor. These may include, but are not limited to, church staff development and organizational health, church organization, discipleship ministries, serve as an ex-officio, voting member of the Executive Committee, and to moderate meetings and committees as a non-voting ex-officio member in order that tasks may be performed in the absence of the Lead Pastor. In the absence of a Lead Pastor the Executive Pastor shall assume the duties and responsibilities of the Lead Pastor, except as otherwise provided by these Bylaws or the Executive Committee. The Executive Pastor shall neither vote on, nor determine, his own personal salary or benefits or approve his personal housing allowance.
- 4.2(3) Termination. An Executive Pastor may be terminated by:
- (a) death;



- (b) written statement of resignation delivered at least two (2) weeks in advance to, and accepted by the Lead Pastor; or
- (c) decision of the Lead Pastor, in consultation with the Executive Committee.

**Section 3. Ministerial Staff**

- 4.3(1) Qualifications. Each Ministerial Staff member shall exhibit the traits promoted in Galatians 5:13-26.
- 4.3(2) Responsibilities. Levels of Ministerial Staff, including interim or temporary positions, may be created as recommended by Lead Pastor or Executive Pastor.
- 4.3(3) Job Description Required. A job description shall be written under the direction of the Lead Pastor or the Executive Pastor.
- 4.3(4) Minister Hiring Process. Ministers may be employed by the Lead Pastor.
- 4.3(5) Termination. A Minister may be terminated by:
  - (a) death;
  - (b) written statement of resignation delivered at least two (2) weeks in advance to the Lead Pastor; or
  - (c) decision of the Lead Pastor, in consultation with the Executive Committee.

**Section 4. Non-Ministerial Staff**

- 4.4(1) Non-Ministerial Staff members shall be employed at the discretion of the Lead Pastor or his designee, subject to the terms and conditions as may be adopted by the Executive Committee and all applicable laws.

**Article V. The Deacons**

- 5.1(1) Qualifications and Expectations. Deacons must be Members of the Church and be at least 18 years of age. Deacons are called to be servant ministers, supporting God's work through His church. A Deacon is expected to actively serve in this role, once ordained in the Church. Each Deacon of the Church shall exhibit the traits listed in 1 Timothy 3:8-13 and Titus 1:6-9.
- 5.1(2) Responsibilities. New Testament Deacons serve the Lord by conducting the caring ministry of the church - doing the benevolence work, visiting the sick, being alert to the spiritual needs of the congregation - for the purposes of freeing

the pastoral staff to focus on prayer and the ministry of the Word, promoting unity within the church, and facilitating the spread of the gospel as defined in Acts 6:1-7.

- 5.1(3) Nomination. Need for additional deacons will be determined by the deacon body as required.
- 5.1(4) Term. Each elected deacon will serve for a three-year term. Upon conclusion of his term, he must function in a non-deacon role for at least one year before becoming eligible to serve as a deacon again. A man filling an unexpired term of two years or less may be eligible to waive this one year at the end of his term and serve an additional term subject to the above prescribed selection process.
- 5.1(5) Resignation and Removal.
- (a) death;
  - (b) giving written notice to the lead Deacon;
  - (c) inactive participation in church services (as determined by Lead Pastor and Lead Deacon);
  - (d) non-residency;
  - (e) termination of membership of the Church;
  - (f) removal as described in Section 2.6(2);
  - (g) failure to actively carry out the responsibilities set forth in Section 5.1(2) above (as determined by Lead Pastor and Lead Deacon).
- 5.1(6) Selection. Prior to election, the membership will be notified in the church newsletter of the number of vacancies to be filled. Deacons will present a recommended slate of eligible candidates to the church body for consideration. Members of church body may add nominations to this list if they so desire. Names shall be submitted to a member of the deacon body. All names of candidates will be posted for a period of two (2) weeks. The Deacon body will contact all potential candidates for permission to perform a check of their background. All findings will be confidential. The Deacon body shall assume full responsibility for the planning, publicity, and completion of the election of a new slate of deacons. Care should be taken to control all aspects of the election.
- 5.1(7) Election of Deacons. Ballots will be prepared by the deacons and will be given out at the appropriate time. Only Members of Rhea's Mill Baptist Church may vote. Ballots may be filled out at home and turned in at the designated time. Ballots will be collected during the designated worship service. Ballots shall be counted by the Executive Committee. Those receiving the most votes and falling within the number recommended will be interviewed individually (husband and wife) by either two deacons, or the pastor and a deacon, then interviewed together. (An outline of questions will be prepared ahead of time).

- 5.1(8) Lead Deacon. The Lead Deacon shall be appointed by the Lead Pastor.
- 5.1(9) Maintenance of Deacon Roll. The Church Clerk shall maintain a current roll of Deacons, including mailing addresses, email addresses, and telephone numbers.

## **Article VI. Church Officers**

### **Section 1. Church Clerk**

- 6.1(1) The Church Clerk shall perform all the duties required of a corporate secretary as defined in the Texas Business Organizations Code, maintain an accurate roll of Members as provided by Section 22.158 of the Texas Business Organizations Code, maintain an accurate roll of Deacons, provide such rolls to the Lead Pastor, certify the results of all votes to the Executive Committee, and such other duties as may be assigned by the Executive Committee. The Church Clerk shall report to the Lead Pastor or his designee.

### **Section 2. Church Treasurer**

- 6.2(1) The Church Treasurer shall perform all the duties required of a corporate treasurer as defined in the Texas Business Organizations Code and as may be assigned by the Executive Committee. The Church Treasurer shall report to the Executive Committee and support the Finance Committee.

### **Section 3. Church Moderator**

- 6.3(1) The Church Moderator shall perform all the duties required of a President and Chief Operating Officer as defined in the Texas Business Organizations Code. The Lead Pastor shall serve as the Church Moderator. In the absence or recusal of the Lead Pastor, the Executive Pastor shall serve as the Church Moderator. In the absence or recusal of the Executive Pastor, the Lead Deacon shall preside, or in the absence or recusal of the Lead Deacon, the Chairperson of the Executive Committee shall preside. The Church Moderator may appoint one or more temporary Church Moderators in the event of conflicting obligations.

### **Section 4. Other Officers**

- 6.4(1) The Lead Pastor, with approval of the Executive Committee, may create additional Church Officers, whether on an interim or permanent basis, consistent with the best interests of the Church. No such Church Officer may be created, however, without a job description approved by the Executive Committee.

## **Article VII. Ordinances**

## **Section 1. General**

7.1(1) The Church observes two (2) ordinances: Baptism and the Lord's Supper.

## **Section 2. Baptism**

7.2(1) This Church shall receive for baptism any person who has received Jesus Christ as his or her Savior by personal faith.

(a) Baptism shall be by immersion in water.

(b) The Lead Pastor, or whomever the Lead Pastor shall authorize, shall administer baptism.

(c) Baptism shall be administered at such times and places designated by the Lead Pastor or other Ministers specified by the Lead Pastor.

## **Section 3. The Lord's Supper**

7.3(1) This Church shall observe the Lord's Supper in keeping with the commands of the Bible at such times as the Lead Pastor or Ministers authorized by the Lead Pastor deems appropriate. All who know Jesus Christ as Lord and Savior will be invited to participate.

## **Section 4. Church Meetings**

7.4(1) General Services. The Church shall meet regularly for the worship of Almighty God. The Lead Pastor or whomever he shall authorize shall oversee these services.

7.4(2) Church Meetings. Meetings of the Church Membership may be called by the Executive Committee for the purposes and in the manner set forth in these Bylaws, *provided*, that the Church shall have an Annual Meeting and the adequate notice be provided as to all meetings.

7.4(3) Quorum. The quorum consists of those members who attend a properly noticed Church Meeting.

7.4(4) Parliamentary Rules. *Robert's Rules of Order*, in its latest edition, is the authority for parliamentary rules of procedure for all Church Meetings. All decisions shall be by a simple majority vote, unless otherwise specified in these Bylaws.

7.4(5) Challenges. Upon request of any Member, the Church Clerk shall provide a list of any ballots or votes not counted, or any Member not considered in establishing the passage of any matter, and the reason therefore. Should any Member challenge his or her exclusion, he or she shall deliver a written protest to the Church Clerk or Chairperson of the Executive Committee. Upon receipt of such a challenge, the Church Clerk shall review the prior decision and make a new determination regarding that Member's right to vote or otherwise be considered.

If the Church Clerk sustains the exclusion or does not provide a written determination to the challenging Member by the end of the following business day, the Member may appeal in writing to the Executive Committee, which shall meet in a special meeting called for that purpose, within seven (7) calendar days. The decision by the Executive Committee is final and cannot be further appealed. Should the Executive Committee not render a determination of the appeal in writing within seven (7) calendar days of receipt of the appeal, the appeal shall be upheld in favor of the challenging Member.

## **Article VIII. Church Finances**

### **Section 1. Budget**

- 8.1(1) Preparation, Presentation, and Submission. The Finance Committee and the Executive Pastor shall prepare and, after presentation to the Church Membership for discussion, submit for approval to the Executive Committee an Annual Budget to serve as the guide for the financial obligations of the Church. The Executive Pastor, in conjunction with the Finance Committee, shall manage the finances of the Church.
- 8.1(2) Discretionary Spending Limits. The Executive Pastor, in conjunction with the Finance Committee, shall have the discretion to authorize spending in excess of the budget up to a maximum of one percent (1%) of the total Annual Budget while remaining responsible to see that the total expenses at year end do not exceed the receipts. Any request to increase spending to exceed the budget by more than one percent (1%) must be approved by the Finance Committee and Executive Committee.
- 8.1(3) Special Offerings. In order to protect and preserve the integrity of the budget and without limiting or restraining the ministries of the Church, the Finance Committee shall receive, review, and make a recommendation to the Executive Committee on all requests for special offerings not covered by a line-item in the budget.

### **Section 2. Accounting Procedures**

- 8.2(1) The Church shall maintain adequate books and records to insure that financial transactions are appropriately recorded in compliance with all applicable laws. Periodic financial statements shall be prepared at least annually in accordance with generally accepted accounting principles, which shall be reviewed annually and audited at least every three (3) years by an independent public accounting firm selected by the Executive Committee.

### **Section 3. Fiscal Year**

- 8.3(1) The Church fiscal year shall be established by the Executive Committee.

**Article IX. Church Polity and Policies and Procedures Manual**

**Section 1. Church Polity**

- 9.1(1) The Church was established in 1901 and was incorporated under the laws of the State of Texas as Rhea’s Mill Baptist Church of McKinney, Texas, on June 30<sup>th</sup>, 2014.
- 9.1(2) The registered office of the Church is 5733 N. Custer Rd, McKinney, Texas 75071. Effective January 1, 2019, the registered agent of the Church shall be the Lead Pastor. The registered agent of the Church may be changed by a majority vote of the Executive Committee.

**Section 2. Policies and Procedures Manual**

- 9.2(1) Creation of Manual. The Executive Committee shall develop and maintain a Policies and Procedures Manual (“PPM”) including organizational charts depicting lines of responsibility in the Church administration, and a facility use policy. The Personnel Handbook shall be maintained by the Church Clerk at the registered office and made available to any Member upon request whenever the Church office is open.
- 9.2(2) Facility Use. The Church’s facilities were provided through God’s benevolence and by the sacrificial generosity of Church members. The Church desires that its facilities be used for the fellowship of the Members and to bring God glory. Although the facilities are not generally open to the public, we make our facilities available to approved non-members as a witness to our faith and as a means of demonstrating the Gospel of Jesus Christ in practice. However, facility use will not be permitted to persons or groups holding, advancing, or advocating beliefs or practices that conflict with the Church’s Core and Sincerely Held Beliefs, which are summarized in the Church’s constitution. Nor may Church facilities be used for activities that contradict, or are deemed inconsistent with, the Church’s faith or moral teachings.
- 9.2(3) Approval of PPM. The PPM shall be approved by the Executive Committee and provided to all employees.

**Article X. Amendments**

- 10.1(1) Presentation to Executive Committee. Any proposed amendment to these Bylaws shall be presented in writing to the Executive Committee. Any Member may submit proposed amendments.
- 10.1(2) Adoption by Executive Committee. The Executive Committee shall promptly consider all properly submitted proposed amendments. The Executive Committee shall have the authority to conform the language (but not the meaning) of the proposed amendment and the duty to assess its impact. A vote of at least sixty-six

percent (66%) of the Executive Committee members present and voting is required to forward the proposed amendment to the Members for approval. The vote of the Executive Committee shall be final.

- 10.1(3) Approval by Church Membership. Any proposed amendment approved by the Executive Committee shall be presented to the Members at two separate Church Meetings, provided that the vote may be taken only at the second presentation. Amendments, to be adopted, must obtain at least two-thirds vote of the Members present and voting.

## **ARTICLE XI. Transactions of the Church**

### **Section 1. Contracts**

- 11.1(1) Authorization. The Executive Committee may authorize any officer or agent of the Church to enter into a contract or execute and deliver any instrument in the name of, and on behalf of, the Church. This authority may be limited to a specific contract or instrument, or it may extend to any number and type of possible contracts and instruments.

### **Section 2. Deposits**

- 11.2(1) Deposits. All funds of the Church shall be deposited to the credit of the Church in banks, trust companies, or other depositories approved by the Executive Committee.

### **Section 3. Gifts**

- 11.3(1) Acceptance of Gifts. The Executive Committee may accept on behalf of the Church any contribution, gift, bequest, or devise for the general purposes, or any special purpose, of the Church. The Executive Committee shall specifically approve all gifts of real estate.

### **Section 4. Affiliated Transactions**

- 11.4(1) Conflict of Interest Policy. The Executive Committee shall adopt an Internal Revenue Service approved Conflict of Interest Policy. Sections 4 and 5 of this Article shall be interpreted to comply with the Conflict of Interest Policy. Any contract or transaction between the Church and an affiliated party, as defined below, shall be void as provided by law, or voidable at the discretion of the Executive Committee, if there is a conflict of interest between the Church and such affiliated party. For the purposes of these Bylaws, an affiliated party shall be any Pastor, Minister, Officer of the Church, or Member of the Church, their immediate family members, or any other corporation, partnership, association, or other organization in which one or more of the Pastors, Ministers, Officers of the Church, or Member of the Church, or their immediate family members, are

pastors, ministers, officers, or members, or have a financial interest in (hereinafter an “Affiliated Party”).

## **Section 5. Exceptions to Affiliated Transactions**

- 11.5(1) Conditions on Affiliated Transactions. Section 4 of this Article notwithstanding, no contract or transaction between the Church and an Affiliated Party shall be void or voidable solely for the reason that the Affiliated Party is an Affiliated Party, if:
- (a) The material facts concerning the relationship of the Affiliated Party and the financial interests in the contract or transaction are fully and accurately disclosed to the Executive Committee, and the Executive Committee authorizes the contract or transaction by the affirmative vote of a majority of the committee members who are entitled to vote on the matter; and
  - (b) The contract or transaction is fair to the Church at the time of the approval.

## **Section 6. Loans and Related Parties**

- 11.6(1) Making of Loans. The Church shall not make any loan to a Member of the Executive Committee or any other Member of the Church.

## **Section 7. Prohibited Acts**

- 11.7(1) Prohibited Acts. As long as the Church is in existence, and except with the prior approval of the Executive Committee, no Pastor, Minister, or Officer of the Church, or their family members where applicable, shall:
- (a) Do any act in violation of the Constitution, Bylaws, or a binding obligation of the Church.
  - (b) Do any act with the intention of harming the Church or any of its operations.
  - (c) Do any act that would make it impossible or unnecessarily difficult to carry on the intended or ordinary business of the Church.
  - (d) Receive an improper personal benefit from the operation of the Church.
  - (e) Use the assets of the Church, directly, or indirectly, for any purpose other than carrying on the business of the Church.
  - (f) Wrongfully transfer or dispose of Church property, including intangible property such as goodwill.
  - (g) Use the name of the Church (or any substantially similar name), or any trademark or trade name adopted by the Church, except on behalf of the Church in the ordinary course of the Church’s business.



- (h) Disclose any of the Church’s business practices, trade secrets, or any other information not generally known to the business community to any person not authorized to receive it.

**Section 8. Compensation**

11.8(1) Treatment. All compensation packages for Pastors, Ministers, officers, and all employees of the Church who are deemed to be highly compensated employees under Section 414(q) of the Internal Revenue Code, will be discussed in the minutes of the meetings of the Executive Committee, and shall be approved by the full Executive Committee on at least an annual basis and/or whenever compensation is altered.

**Section 9. Disallowed Payments**

11.9(1) Reimbursement. Any payments made to a Church Officer, such as a salary, commission, bonus, interest, or rent, or expense reimbursement incurred by such Church Officer, which is disallowed as an acceptable expense, in whole or in part, by the Internal Revenue Service (hereinafter the “IRS”), shall be reimbursed by such Church Officer to the Church to the full extent of such disallowance. It shall be the duty of the Executive Committee to enforce payment of each such amount disallowed.

**ARTICLE XII. Books and Records**

**Section 1. Required Books and Records**

12.1(1) Required Books and Records. The Church shall keep correct and complete books and records of account. The Church’s books and records shall include:

- (a) A file-endorsed copy of all documents filed with the Texas Secretary of State relating to the Church, including, but not limited to, the Articles of Incorporation, and any Articles of Amendment, Restated Articles, Articles of Merger, Articles of Consolidation, and Statement of Change of Principal Office or Registered Agent.
- (b) A copy of the Constitution and Bylaws, and any amended versions or amendments thereto.
- (c) Minutes of the proceedings of the Executive Committee and all Operating Committees and other committees of the Church.
- (d) A list of the names and addresses of the Members, Pastors, Ministers, Officers of the Church, Executive Committee, all Operating Committees and other committee members of the Church.
- (e) The annual financial report for the preceding year.

- (f) A financial statement showing the assets, liabilities, and net worth of the Church at the end of the seven (7) most recent fiscal years.
- (g) A financial statement showing the income and expenses of the Church for the seven (7) most recent fiscal years.
- (h) All rulings, letters, and other documents relating to the Church's federal, state, and local tax status.
- (i) The Church's federal, state, and local information or income tax returns for each of the Church's seven (7) most recent tax years.

**Section 2. Inspection and Copying**

- 12.2(1) Inspection Permitted. Any Pastor, Minister, Church Officer, or Member may inspect and receive copies of all books and records of the Church required to be kept by these Bylaws. Such a person may inspect or receive copies if the person has a proper purpose related to the person's interest in the Church, and if the person submits a request in writing. Any person entitled to inspect and copy the Church's books and records may do so directly or through his or her attorney or other duly authorized representative. A person entitled to inspect the Church's books and records may do so at a reasonable time no later than five (5) working days after the Church's receipt of a proper written request. The Executive Committee may establish reasonable fees for the copying of the Church's books and records under this Section 2. The Church shall provide requested copies of books or records no later than five (5) working days after the Church's receipt of a proper written request.

**Section 3. Public Records**

- 12.3(1) Files to be Maintained. The Church shall maintain a file at all offices containing all documents required by the IRS to be made available to the public. All requests from the public for copies of the Church's IRS Form 1023 and IRS Form 990 (if filed) shall be honored and provided as required by the IRS.

**ARTICLE XIII. Indemnification**

**Section 1. Indemnification**

- 13.1(1) Permissive Indemnification. The Church may, but is not obligated to, indemnify its Pastors, Ministers, Officers, Executive Committee Members, all Operating Committee Members and employees to the full extent permitted by the Act. If any Pastor, Minister, Officer, Executive Committee Member, Operating Committee Member or employee seeks indemnity from the Church for any matter, such person shall make an application therefore to the Executive Committee which shall then determine to what extent the Church shall provide the requested indemnity.

## **ARTICLE XIV. Notices**

### **Section 1. Notices**

- 14.1(1) Requirements. Notice may be delivered in any manner provided in the Texas Business Organizations Code. Notice to Members of an annual Church Meeting shall be adequate if the notice is provided in writing at least two (2) weeks prior to the annual Church Meeting. Notice to Members of a Special Church Meeting shall be adequate if the notice is provided in writing at least one (1) week prior to the Special Church Meeting. If notice is delivered by personal delivery or transmitted by telegram, telecopy, or electronic mail, the notice shall be considered to have been given when delivered or transmitted. If notice is sent by U.S. mail, express mail, or courier service, the notice shall be considered to have been given when deposited in the mail or with the courier service.

### **Section 2. Signed Waiver of Notice**

- 14.2(1) Requirements. Whenever any notice is required to be given under the provisions of the Texas Business Organizations Code, or under the provisions of the Articles of Incorporation, Constitution or these Bylaws, a waiver in writing signed by a person entitled to receive a notice shall be deemed equivalent to the giving of the notice. A waiver of notice shall be effective whether signed before or after the time stated in the notice being waived.

### **Section 3. Waiver of Notice by Attendance**

- 14.3(1) Attendance. The attendance of a person at a Church Meeting shall constitute a waiver of notice of the Church Meeting, unless the person attends for the express purpose of objecting to the transaction of any business because the Church Meeting is not lawfully called or convened.

## **ARTICLE XV. Miscellaneous Provisions**

### **Section 1. Legal Authorities Governing Construction of Bylaws**

- 15.1(1) Applicable Law. The Bylaws shall be construed in accordance with the laws of the State of Texas. All references in the Bylaws to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

### **Section 2. Legal Construction**

- 15.2(1) Severability. If any Bylaw provision is held to be invalid, illegal, or unenforceable in any respect, the invalidity, illegality, or unenforceability shall not affect any other provision, and the Bylaws shall be construed as if the invalid, illegal, or unenforceable provision had not been included in the Bylaws.

**Section 3. Headings**

15.3(1) Construction. The headings used in the Bylaws are used for convenience and shall not be considered in construing the terms of the Bylaws.

**Section 4. Parties Bound**

15.4(1) Binding Effect. The Bylaws shall be binding upon, and inure to the benefit of; the Pastors, Ministers, Officers of the Church, Members of the Church, employees of the Church, and agents or volunteers of the Church, and their respective heirs, executors, administrators, legal representatives, successors, and assigns except as otherwise provided in these Bylaws.