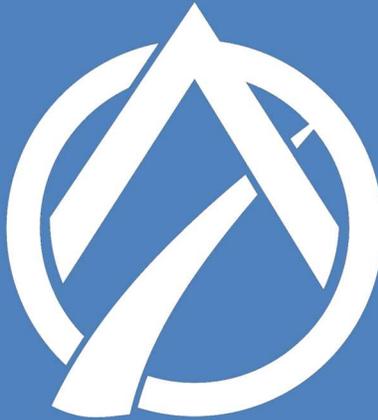


**The Mount Church, Clemson, South Carolina**

# **Constitution & Bylaws**



**Adopted on May 1, 2016**

# **CONSTITUTION**

## **Article I – Name and Affiliation**

### **1.01 – Legal Name**

The name of this corporation is Mount Tabor Baptist Church of Clemson, Pickens County, South Carolina. This corporation will be further referred to in this constitution as the “church.” The church will do business as “The Mount Church” or “The Mount.”

### **1.02 – Location of Office**

- 1.02.A The principal office for business transactions of the church is 827 Old Greenville Hwy, Clemson, South Carolina 29631; this office is located in Pickens County.
- 1.02.B The elders of the church shall have full power and authority to change the principal office from one location to another. The secretary will record any change in the location of the principal office.
- 1.02.C The elders of the church shall have power and authority to establish other offices at any place or places where the church is qualified under applicable law to conduct its business.

### **1.03 – Affiliations**

- 1.03.A The Church is autonomous and maintains the right to govern its own affairs, independent of denominational control. Recognizing, however, the benefits of cooperation with other churches in the fulfillment of its purposes, the Church may voluntarily affiliate with other churches and conventions by a simple majority of the Membership.
- 1.03.B As such, the church currently cooperates and financially supports the Southern Baptist Convention, the South Carolina Baptist Convention, and the Piedmont Baptist Association in Easley, SC.

### **1.04 – Non-profit Status**

The Church is a nonprofit corporation under the laws of the state of South Carolina. Federal tax exemption is granted under Internal Revenue Code 501(c)(3).

### **1.05 – Dissolution and Mergers**

In the event of a voluntary dissolution of the church, the net assets of the church shall be distributed to one or more non-profit organizations. The distribution will be in accordance with a simple majority of the elders as defined in the church’s bylaws. In the event of a merger of the church with another church, then the net assets of the church shall be contributed to the surviving entity.

## **Article II – Articles of Faith**

### **2.01 – Mission**

The purpose of this body shall be to provide regular opportunities of public worship, to nurture its members through a program of Christian education, to channel its offerings to the support of the Lord’s Kingdom, and preach and propagate among all people the gospel of the Revelation of God through Jesus Christ as Savior and Lord.

## 2.02 – Statement of Belief

### 2.02.1 Statement of Biblical Authority

At the center of Christian faith and practice stands the belief that God has spoken to the world in the person and work of Jesus Christ, which is accurately and authoritatively revealed in the Christian Bible (“the Bible,” “Scripture” or “the Scriptures”). The Bible is the inspired, inerrant and sufficient Word of God and is thus the ultimate authority for life, faith and morals. Though the various theological statements of the Church reflect succinct summaries of biblical boundaries, it is the Bible itself to which we are in ultimate submission.

Members have the responsibility and opportunity to engage Elders and Church staff on areas of theological disagreement. However, membership carries with it the implicit understanding that the Elders shall function as the interpretive authority on biblical meaning for the purpose of application Church doctrine, practice, policy and discipline.

### 2.02.2 Statement of Basic Belief

The following Statement of Basic Belief represents the core orthodox beliefs of the Church from a biblical and historical perspective. While Church Members are not required to fully understand or articulate all aspects of the Statement of Basic Belief, the explicit rejection of any part of it disqualifies one from membership in The Mount Church. Revisions to the Statement of Basic Belief in order to more clearly align to Scripture shall be at the sole discretion of the Elders, with the understanding that such changes will be communicated to the Members of the Church.

#### *We believe...*

- The Scriptures are true, authoritative and sufficient (Ps 19:7-11; 2 Tim 3:16; 2 Pet 1:20-21).
- There is only one God (Deut 6:4; Is 46:9-10; Jhn 17:3, 1 Cor 8:4-6; 1 Tim 2:5).
- The Father is God. The Son is God. The Holy Spirit is God. The Father is neither the Son nor the Holy Spirit. The Son is neither the Father nor the Holy Spirit. The Holy Spirit is neither the Father nor the Son (Gen 1:26; Ps 45:6-7; 110:1; Matt 3: 13-17; 28: 17-20; 1 Cor 12:4-6).
- I am, along with all humanity (Christ excluded), by birth and action a sinner (Genesis 6:5; Psalm 51:5; Jeremiah 17:9; Romans 3:23; 5:8, 12-21, 7:18; Ephesians 2:1-3).
- The deserved penalty for sin is death, both physical and spiritual (Genesis 2:15-17; Genesis 3:19, Romans 5:12; 6:23, James 1:14-15).
- Jesus Christ is the eternal Son of God, was born of a virgin and is both fully God and fully human (Matthew 1:20; Luke 2:52; John 1:1-4, 14; Colossians 1:15-20; Hebrews 1:1-3).
- Jesus Christ died as my substitute to pay the penalty for my sin (John 1:29; 10:1-18, Romans 5:8, 1 Corinthians 15:1-4; 2 Corinthians 5:21; Galatians 1:4; 1 Peter 3:18).
- Jesus Christ physically rose from the dead (Matt 28:1-20; Mk 16:1-8; Lk 24:1-53; Jhn 1:20-21:25; 1 Corinthians 15:12-34).
- Jesus Christ physically ascended into heaven and will one day physically return (John 14:3; Acts 1:11; 1 Thessalonians 4:16; Hebrews 9:28; 1 John 3:2; Revelation 1:7).
- There will be a future physical resurrection of the dead. Those who trust in Jesus Christ alone will be raised to eternal reward. Those who have not

trusted in Jesus Christ will be raised to eternal punishment (Matthew 25:31-46; John 5:28-29; Acts 24:15).

- Only by trusting in the person and work of Jesus Christ alone can I be reconciled to God and experience true life and joy (John 3:18, 14:6; Acts 4:12; Rom 3:21-26; 1 Timothy 2: 5-6).

### **2.02.3 Statement on Marriage and Sexuality**

The Church's Statement on Marriage and Sexuality does not provide grounds for bigotry, bullying, or hate, as we fully believe that every person must be afforded compassion, love, kindness, respect and dignity, regardless of his or her lifestyle. Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated as sinful and are not in accordance with the Scriptures nor the doctrines of the Church.

It is the biblical position that marriage involves the union of one man and one woman in permanent sacred fidelity. Though various cultures and customs have evolving definitions of marriage, it is God alone who has ultimate authority to prescribe and describe the marital relationship (Genesis 2:24, Matthew 19:1-9, Mark 10:1-12).

Furthermore, sexual intimacy is only properly exercised and pursued within the confines of this marital relationship. Sexual immorality, defined as any sexual activity outside of the boundaries of the sacred marital relationship between one man and one woman, is clearly and expressly prohibited by the Lord (Matthew 15:19, 1 Corinthians 6:9-11, 1 Thessalonians 4:3, Hebrews 13:4).

As a consequence, the Church regards any and all forms of sexual immorality, including adultery, sex outside of marriage (fornication), homosexual behavior, bisexual conduct, bestiality, incest, pornography or even lustful intent toward such, as sinful and ultimately unsatisfying. Moreover, the Church also regards as sinful the intent or desire to alter one's biological sex to a different sex. Since the body is a creation of God, the Church holds sexual identity to be biologically determined, and associated gender norms are to be observed as appropriate to biblical standards. Disagreement with one's biological sex only leads to spiritual confusion and emotional chaos (Genesis 1:27, Romans 1:26-32, 1 Corinthians 6:9-11).

In order to preserve the function and integrity of the Church as the local Body of Christ, and to provide a biblical example to the Church Members and the community, it is imperative that all persons employed by the Church in any capacity or united to the Church in membership should abide by and agree to this "Statement on Marriage and Sexuality" and conduct themselves accordingly.

Though sinful sexual expression is egregious (as is all sin), the gospel provides redemption and restoration to all who confess and forsake their sin, seeking mercy and forgiveness through Jesus Christ (1 Corinthians 6:9-11, Ephesians 2:1-10, Titus 3:3-7). Furthermore, there is a difference between temptation and unrepented sin. Jesus was tempted in all ways as we are, yet He never sinned. Members, employees, volunteers and attendees of the Church wrestling with all manner of sexual temptation will find a Church ready to point them to Jesus and join with them to fight

for their obedience to Christ. Jesus called the weary and heavy-laden to Himself. As a church desiring to follow Christ fully, the Church will be a safe place for men and women fighting sexual temptations of all kinds. For those fighting temptation and repenting of sin, the Church will provide love, care and direction (Matthew 11:28-30, 1 Corinthians 10:13, Hebrews 2:17-18, Hebrews 4:14-16).

This document specifically gives the Elder board the right and authority to prohibit acts or omissions, including but not limited to (a) permitting any Church assets or property, whether real property, personal property, intangible property, or any property or asset of any kind that is subject to the direction or control of the Church, to be used in any manner that would be—or, in the sole determination of the Elders, could be perceived by any person to be—inconsistent with this Statement on Marriage and Sexuality; and (b) permitting any Church facilities to be used by any person, organization, corporation, or group that would or might use such facilities to convey, intentionally or by implication, what might be perceived as a favorable impression about any definition of marriage other than that contained in this Section.

The Church's Statement on Marriage and Sexuality is based upon God's will for human life as conveyed to us through the Scriptures, upon which this Church has been founded and anchored, and this shall not be subject to change through popular vote; referendum; prevailing opinion of Members or the general public; influence of or interpretation by any government authority, agency, or official action; or legal developments on the local, state, or federal level.

### **Article III – Meetings**

**3.01 Public Worship-** Meetings for public worship shall be held at such times and places as may be provided for under the direction of the Elders.

**3.02 Church Business Meetings-** The Senior Pastor and/or the Elders shall have the authority to call a Church business meeting or special meetings as needed.

3.02.1 Annual Meetings  
Spring Membership Meeting  
Fall Membership Meeting

3.02.2 Notification of Meeting

### **Article IV – Notification of Meetings**

#### **4.01 – Notice Required**

All special meetings (a special meeting is a meeting outside the normal annual meeting schedule) should be announced two weeks prior.

The only exception to the two Sunday notification is if the Senior Pastor and/or Elders feel that an item is too pressing to wait

All notifications should be made in multiple ways to ensure clarity and communication. (social media, email, postcards, and verbal announcements from stage are all acceptable forms)

## **BYLAWS**

### **Article I – Membership**

#### **1.06 – Requirements**

- 1.06.1 Membership within the Church is first predicated on one becoming a genuine follower of Jesus Christ through having responded by faith by the drawing of the Holy Spirit to the message of the gospel. In addition, Members shall have completed all of the requirements of membership as defined by the Elders; and Members shall have signed the Church **Membership Covenant**, as it is revised, amended or restated from time to time, thus committing themselves to the responsibilities therein assigned.
- 1.06.2 The Mount Church will offer a “Watch Care” membership to individuals and families that have reasons to retain their membership in another church. While the Membership Covenant will still apply these Watch Care Members will not have voting rights with The Mount Church.

#### **1.07 Responsibilities**

- 1.07.1 Membership within a local church carries both privileges and responsibilities. Members of the Church are held accountable to the responsibilities of general Christian obligations comprehensively though not exhaustively outlined within the Church’s Membership Covenant. These responsibilities include praying for and pursuing both corporate health and individual holiness.

In signing the Membership Covenant, Members attest that they have completed the membership process as instructed, read the Membership Covenant, and are willingly covenanting:

- to submit to the authority of the Scriptures as the final arbiter on all issues (Ps 119; 2 Tim 3:14- 17; 2 Pet 1:19-21).
- to pursue the Lord Jesus Christ through regular Bible reading, prayer, fellowship and practice of spiritual disciplines (Lk 18:1; Acts 17:11; 1 Cor 9:24-27; Eph 5:1-21; 1 Thess 5:12-22).
- to follow the command and example of Jesus by participating in the ordinances prescribed to His Church:
  - by being baptized after conversion and by regularly remembering and celebrating the person and work of Christ through communion
- to steward the resources God has given each Member, including time, talents, spiritual gifts and finances. This stewardship includes regular financial giving, service and participation in community that is sacrificial, cheerful and voluntary (Matt 25:14-30; Rom 12:1-2; 2 Cor 8-9; 1 Peter 4:10-11).
- by God’s grace through the power of the Holy Spirit, to walk in holiness in all areas of life as an act of worship to Jesus Christ (1 Peter 1:13-16, 4:1-3).
- Members should strive to put certain attitudes and actions to death while stirring and stimulating love and good deeds through the Spirit. Below are a few examples of actions addressed in the Scriptures:
  - Members will practice complete chastity unless married and, if married, complete fidelity within heterosexual and monogamous marriage. Complete chastity and fidelity means, among other things, that regardless of a Member’s marital status, such Member will pursue purity and abstain from sexually immoral practices such as adultery, homosexuality, premarital sex and pornography (Romans 13:11-14; 1 Corinthians 6:15-20, 10:8; Ephesians 5:3; 1 Thessalonians 4:1-8; Hebrews 13:4).

- Each Member will seek to preserve the gift of marriage and agree to walk through the steps of marriage reconciliation with The Mount Church before pursuing divorce from his or her spouse (Matt 19:1-12; Mk 10:1-12; Lk 16:18; 1 Cor 7:10- 11; 6).
- Members will refrain from illegal drug use, drunkenness, gossip and other sinful behavior as the Bible dictates (Rom 1:28- 32, 13:13; Gal 5:19- 21; Eph 5:18; James 3:3-18).
- to take seriously the responsibility of Christian freedom, especially actions or situations that could present a stumbling block to another (1 Corinthians 8:1-13).
- to submit to the discipline of God through His Holy Spirit by:
  - following the biblical procedures for church discipline where sin is evident in another, the hope of such discipline being repentance and restoration.
  - receiving righteous and loving discipline as explained in Article IV of these Bylaws when approached biblically by fellow believers (Ps. 141:5; Matt. 18:15-20; 1 Cor. 5:9-13; Heb. 12:5-11).
  - to do the following when the Member sins:
    - confess the sin to God and to fellow believers and repent and seek help to put the sin to death (Romans 8:13; Colossians 3:5; James 5:16; 1 John 1:6-10).
- to submit to the Elders and other appointed leaders of the Church and diligently strive for unity and peace within the Church (Ephesians 4:1-3; Hebrews 13:17; 1 Peter 5:5).
- to do the following should I leave the Church for righteous reasons:
  - to notify the appropriate staff member.
  - to seek another church with which I can carry out my biblical responsibilities as a believer.

## 1.08 Voting by Members

1.08.1 The Members of the Church shall vote on the matters of;

- (a) the annual operating budget;
- (b) the calling of a Senior Pastor or Ministerial staff member
- (c) any loan that exceeds ten percent (10%) of the current, annual Church operating budget;
- (d) disposition of substantially all of the Church's assets;
- (e) merger or dissolution of the Church;
- (f) any proposed change to these Bylaws that would reduce, revoke or otherwise attenuate a right granted to the Members in the then-current Bylaws; and
- (g) other actions deemed major and extraordinary by the Elders.

1.08.2 The time, place, and nature of upcoming votes will be communicated to the Church at least twenty-one days in advance (when possible see 3:02:2) and Church Members shall have an opportunity to submit questions, comments and concerns (fourteen days prior to meeting), which will be considered by the Elders on a case-by-case basis. Voting shall take place during annual or special business meetings as determined in the sole discretion of the Senior Pastor and/or the Elders. A quorum of twenty-five per cent of the membership of the church shall be required to transact affairs of the church; however, in the absence of a question put at the time of meeting as to

presence of a quorum, it shall be assumed that a quorum did, in fact, exist. Only Church Members (16 years old and up) shall be permitted to vote on any matter. A simple majority, defined as a result greater than 50% when the number of affirmative votes are divided by the number of total votes cast, shall constitute a simple majority. Voting results shall be communicated to Church Members not later than thirty days following such vote.

#### **1.09 Formal Dispute Resolution**

Members shall refrain from filing lawsuits against the Church and seek resolution through Institute for Christian Conciliation ([www.peacemaker.net](http://www.peacemaker.net)), or similar faith-based mediation and arbitration group. In keeping with 1 Corinthians 6:1-8, all formal disputes, other than those which are subject to the jurisdiction of the Elders in which may arise between any Member of the Church and the Church itself, or between any Member of the Church and any Elder, employee, volunteer, agent, or other Member of this Church, shall be resolved by mediation, and if not resolved by mediation, then by binding arbitration under the procedures and supervision of the Rules of Procedure for Christian Conciliation, Institute for Christian Conciliation, or similar faith-based mediation and arbitration group. In the event that the Institute for Christian Conciliation ceases to exist members are advised to contact the Piedmont Baptist Association or the South Carolina Baptist Convention

If a dispute may result in an award of monetary damages that could be paid under a Church insurance policy, then use of the conciliation, mediation, and arbitration procedure is conditioned on acceptance of the procedure by the liability insurer of the Church and the insurer's agreement to honor any mediation, conciliation or arbitration award up to any applicable policy limits. The mediation, conciliation, and arbitration process is not a substitute for any disciplinary process set forth in these Bylaws, and shall in no way affect the authority of the Church to investigate reports of misconduct, to conduct hearings, or to administer discipline of Members.

#### **1.10 Membership Renewal and Removal**

Membership is reviewed and renewed on a periodic basis. Members can be removed through;

- (a) failure to renew their membership,
- (b) voluntary resignation of membership by one in good standing,
- (c) death, or
- (d) a decision by the Elders as a result of the disciplinary process.

Any members involved in a formal disciplinary process that desires to voluntarily resign their membership will be considered to have left "not in good standing"

### **Article II – Church Directors, Officers, Staff, and Deacons**

#### **2.01 – Directors – Elders**

##### **2.01.a – Definition**

The overall policy, control, direction and management of the ministry, operations and finances of the Church shall be vested in the Elder body. The Elders are designated as the directors of this corporation as the term is defined and used in the SC Code § 33-8-101 (2015). Subject to the provisions and limitations of the 2015 South Carolina Code of Laws Title 33 CHAPTER 8, any limitations in the Articles of Incorporation and these Bylaws, all corporate powers shall be exercised by or under the direction of the Elders. As used throughout these Bylaws, the terms "Elders," "Elder body" and "Elder board" are used interchangeably to mean a quorum of Elders acting in

accordance with the details within this document.

The Elder board, until changed by amendment of the Articles of Incorporation or these Bylaws, such number of additional Elders as may from time to time be nominated and elected in accordance with these Bylaws, provided that the total number of Elders shall not be less than five (5). We will consider five (5) Elders to be a plurality. The Elder board shall include at least one Vocational Elder, as such position is defined below. If for any reason the Elder board does not include at least one Vocational Elder then the Elders shall begin the process outlined below to restore the required composition.

The Elder board must either have a majority base of Lay Elders or the appropriate number of Vocational Elders must take a non-voting roll until Lay majority is reached. (see 2.01.i)

Elders are entrusted with the governance of the Church, leading the Church from a centralized vantage point. The Elder board's oversight includes, but is not limited to, teaching, protecting, leading, disciplining, equipping and caring for the corporate Church body and its individual Members as well as the oversight of all ministry, operations and finances of the Church. The Elders are also responsible for being obedient to the Scriptures in the doctrine of the Church, establishing the overall vision of the Church and appointing new Elders.

#### 2.01.b – Senior/Lead Pastor

The Senior/Lead Pastor shall serve as the Chief Elder within the Elder Body. As be regarded as “first among equals” for the Elder board. He will carry the highest level of responsibility for the welfare and oversight of the church.

1. The pastor shall be an ex-officio member of all organizations, departments, and committees.
2. The pastor may call a special meeting of the church, Deacons, or committee according to the procedures outlined in this Constitution.
3. The pastor shall conduct worship services on stated and special occasions, administer the ordinances, minister to members of the church and community, and perform duties that pertain to that office.
4. The pastor shall have special charge of the pulpit ministry of the church and shall provide guest speakers when he is absent. Guest speakers will be asked to sign The Mount Church's Statement of Basic Belief
5. The pastor shall preside at all corporate meetings of the church except as otherwise provided in this document.
6. The pastor shall be the administrative head of the church, supervising the ministerial staff of the church, providing oversight and serving with the Elders, and cooperating with the Deacons and other ministers in the performance of their duties.
7. The pastor shall work in conjunction with the Elders, staff, and Deacons such that the business and financial operations of the church are efficiently accomplished.
8. The pastor shall not incur or approve non-budget expenses exceeding 5% of the

annual budget unless authorized by the Elders.

#### 2.01.b.1 --Tenure

The pastor shall be called by this church to serve indefinitely. This relationship may be dissolved at the request of either the pastor or the church.

#### 2.01.b.2 -- Resignation of the Pastor

When the termination of the pastor's church ministry occurs at the request of the pastor, a written resignation shall be presented to the Elder Board. The terms of the resignation including desired effective date, benefit considerations, and other obligations shall be determined by consultation between the Pastor and the Elders. The Elders shall recommend to the church the terms of the resignation and any financial obligations and shall notify the Pastor by letter of such.

#### 2.01.b.3 -- Disciplinary Process

1. No disciplinary action shall occur until sincere, conscientious and diligent attempts have been made to arrive at a God-honoring resolution between the parties in question based on Matthew 18:15-17.
2. Based on a simple majority vote of the Elders, any disciplinary action shall be clearly stated to the Pastor and provided in writing by a group of no less two Elders
3. The Elders may seek a mediator from outside the church, preferably through the local Baptist association, to aid when needed.
4. If the Pastor will not accept admonishment and if the problem cannot be resolved, and based upon a majority decision of the Elders, a special business meeting called a "session of the church" and membership shall be called.
5. The special business meeting shall be announced two week prior to its occurrence (see 3:02:2). In the meeting, a special moderator designated by the Elders shall conduct the business of the church. Any grievances shall be specifically declared and all parties shall be given the opportunity to address any charges put forth.
6. The church, gathered in session, will follow the declaration of grievances with a vote to continue with charges against the Senior Pastor or to dismiss the charges.
7. If there is a motion made in session for reconciliation a reconciliation plan will be prepared and presented to the church for its approval no later than 2 weeks in a called church business meeting.

#### 2.01.b.4 --Dismissal of the Pastor

1. When the termination of the Senior Pastor's ministry occurs at the initiative of the Elders and the church, a recommendation for the termination shall originate from a simple majority vote of the Elders. The Elders shall notify the pastor in writing of their decision and of the impending session meeting of the church members.
2. The Elders shall make the recommendation for termination within the session

meeting called for this purpose following a regular Sunday morning service. The Elders shall arrange a pulpit speaker and the Pastor may be present, at his option, during the Sunday morning service.

3. The church membership shall be notified of this special business meeting given at least one Sunday notice in writing, email, and verbal announcement. The dismissal vote shall be by secret ballot with an affirmative vote of two-thirds (2/3) of church members present and voting required to dismiss the Pastor.
4. The terms of the termination including desired effective date, benefit considerations, and other obligations shall be determined by the Elders and must be approved by membership vote. The Elders in turn will notify the pastor in writing within five (5) days.
5. In the absence of a Senior/Lead Pastor
  - a. The Elders will procure guest preachers and/or fill the pulpit until a Transitional/Interim Pastor can be located. (see 2.01.b.4)
  - b. The Elders will also formulate a pay structure for this Transitional Leader.
  - c. The Membership must approve the Transitional Pastor candidate by a simple majority vote.

#### 2.01.c – Qualifications

The minimum qualifications for Elders shall not be less than those listed in 1 Timothy 3:1-7 and Titus 1:6-9, including without limitation the requirement that Elders be men. In addition to the minimum qualifications given in Scripture, Elders must be Members who fully subscribe to Church's Articles of Faith and are actively involved in the ministry of the Church. The Elders may at any time create, alter, amend, or restate resolutions establishing additional qualifications outside of those listed in the above scriptures.

Elders must have been a member of The Mount Church for four (4) years prior to applying and must be at least thirty (30) years of age.

We believe that limiting the office of Elder to men both honors biblical teaching and the unity of the home. God has given men a different responsibility than women. The responsibility is to serve as the spiritual head of the home. (Eph 5:22-24, Col. 3:18, Titus 2:1,4-5) Therefore, the Scripture only designates men in the position of Elder. This teaching calls men to step up and be the spiritual leaders at church and at home, and protects the unity of the marital relationship.

#### 2.01.d – Duties

The duties of the Elders shall include, but not be limited to, leading the Church to fulfill the purposes of the Church. The Elder board, as a group, shall supervise all employees of the Church; the Vocational Elders, as individuals, shall supervise those employees reporting to them hierarchically within the Church staff. The Elders may

delegate to Church employees any and all duties and responsibilities the Elders deem reasonable, subject to the rights, if any, of the person under contract of employment.

The Elders of the Church shall vote on the matters of (a) appointment of any Elder, (b) doctrinal issues, (c) removal of any Elder, and (d) other actions deemed major and extraordinary by the Elders. Elder votes on any matter may be communicated to the Church at the sole discretion of the Elders, other than a vote on the appointment of any Elder, which shall follow the procedure outlined below.

The Elders shall make the final determination in regards to any ecclesiastical questions. The Elders shall be the express and final arbiter of ecclesiastical polity, religious doctrine, and questions of Church property, and shall make the final decision with respect to any other matter that shall arise concerning the Church, its internal workings, and its governance in every respect, consistent with these Bylaws. In deciding such matters, the Elders shall use the standards of: (a) the best spiritual, financial, and operating interests of the Church in light of the Bible and the tenets of faith of the Church; and (b) the furtherance of the religious purposes of the Church as discerned by the Elders according to the teachings of the Bible.

#### 2.01.e– Selection and Term of Office

The Elders shall have the sole authority to confirm new Elders candidates. A man must be confirmed by the membership as an Elder by a 75 percent vote after he has been tested and proven to meet the qualifications stated above. The Elders may appoint a committee or group to vet Elder candidates and report its findings to the Elder body. The Elders may also receive recommendations for Elder candidates from Church Members.

The proposed appointment of any Elder shall be communicated to the Church at least twenty-one (21) days in advance and Church Members shall have an opportunity to submit questions, comments and concerns, which will be considered by the Elders on a case-by-case basis. Confirmation and appointment of a new Elder shall be at the sole and final discretion of the existing Elders and effectuated upon their simple majority.

Once a man is appointed to the Elder body as a Lay Elder, he is expected to serve in this capacity for a minimum of five years, but no more than eight years per turn. Elders may be re-appointed after a one-year absence from the Elder body by a vote of the Elders.

To resign from the Elder body, an Elder shall notify, in writing, the Senior Pastor. The Senior Pastor, working with the resigning Elder shall determine the most fruitful and edifying way to notify the remaining Elders and the Church Members. A vacancy in the Elder body because of death, resignation, removal or any other cause shall be filled only in the manners prescribed in these Bylaws. Such vacancies may be filled as they occur.

#### 2.01.f – Removal

Any Elder, other than the Senior/Lead Pastor (2.01.b.3, 2.01.b.4) may be removed from the office for valid cause. Discipline of Elders must be consistent with the standards set forth within this document for all membership. The Elder body will determine the specific procedure for removal. This procedure may be altered, amended, repealed or restated by a resolution of the Elders. The Elders shall have the sole authority to remove an Elder.

A written notice of the proposed removal of any Elder shall be given to such Elder at least ten (10) days prior to the meeting at which an action to effectuate such removal is to be taken to ensure that the Elder is given a reasonable opportunity to defend himself. The Elder shall have the opportunity to answer the charges in the presence of his accusers, but shall not be present during the discussion and vote on his removal. Such removal shall take place only upon and after a simple majority of the Elders.

Any Elder under church discipline will forfeit all Elder rights during the discipline process but will not be replaced unless restoration is not achieved.

#### 2.01.g – Elder Meetings

Regular meetings of the Elders shall be held in a location that the Elders deem from time to time.

Any meeting may be held by conference telephone or similar communication equipment, as long as all of the Elders participating in the meeting can hear one another. All Elders participating telephonically shall be deemed present at such meetings.

#### 2.01.h – Definition of Quorum and Simple majority

A proper quorum is defined as seventy-five percent (75%) of the Lay Elders and seventy-five percent (75%) of the Vocational Elders. A quorum is required for voting matters.

A simple majority must be equal to or greater than seventy-five percent (75%) of the Elders present. Voting by proxy is prohibited.

#### 2.01.i– Definition of Lay Elders and Vocational Elders

Lay Elders are defined as those Elders who are not in the employ of the Church as a regular part-time or full-time staff member. Vocational Elders are defined as those Elders who are in the employ of the Church as a regular part-time or full-time staff member.

### 2.02 – Officers

The Elders of the church will recruit from within the Membership people to function in the roles legally designated for incorporation.

1. The Chairman of the Corporation shall be the Senior/Lead Pastor

2. The Clerk of the Corporation shall be the Chairman of Deacons
3. The Treasurer of the Corporation shall be the Financial Leader or a member appointed by the Elders.

### 2.03 – Church Staff

2.03.a – All personnel employed by the Church shall act in accordance with the current Elder-approved *Personnel Policies and Procedures* (to be completed by Elder Body) document, as it may be revised, amended or restated from time to time. The Church will reserve employment for men and women who believe and confess essential biblical convictions and act in accordance with such. Additionally, the Church reserves the right to terminate the employment of any existing employee who fails to meet this general standard of faith and practice.

2.03.b – The Senior/Lead Pastor will oversee and lead the church staff.

1. He will be responsible for directing, evaluating, and correcting all of those employed by the church.
2. He may delegate to oversight of some staff personal to others within the leadership hierarchy.
3. He will keep private records of all staff discipline and major correction.

2.03.c – The Senior/Lead Pastor will oversee the hiring, the priority of hired positions, and the removal of personnel.

2.03.c.1 – The hiring of all part-time and/or non-ministerial staff will be subject to the Senior/Lead Pastor's discretion.

2.03.c.2 – The hiring of all ministerial staff will be accomplished through a Search Team model with any candidate having the Senior/Lead Pastor's approval prior to any presentation to the church.

2.03.c.3 – The removal of any ministerial staff member must be initiated by the Senior/Lead Pastor. He has the authority to place any staff member on immediate paid leave pending an Elder review of the situation. The Elders must be in contact with the staff member in question within three (3) business days. The staff member will be given an opportunity to answer any charges made by the Senior/Lead Pastor.

The Elders after reviewing will determine whether to proceed with disciplinary actions or to proceed with removal actions. The Elders do have the authority to terminate the employment of said staff member. The church must be notified to an appropriate level of detail within ten (10) days of the staff member being notified.

### 2.04 – Deacons

Deacons are members of the local church, filled with the Spirit, wise, and godly in their life and doctrine, who are set apart by the congregation for specific practical ministries in order to free the elders to carry out the ministry of the Word and prayer and to protect the unity of the body.

2.04.a – Number

The Elders shall appoint the number of Deacons required to meet permanent and short-term needs of the Church.

#### 2.04.b – Qualification and Definition

Deacons may be men or women, to meet the qualifications as specified in I Timothy 3:8-13.

Deacons must have been a member of The Mount Church for one (1) year prior to nomination and must be at least twenty-one (21) years of age.

In the past the Deacons of The Mount Church served a dual role. Acting as both Deacons and Elders the church only ordained men to serve in this capacity. We believe the Bible does clearly teach that Eldership in the local church is reserved for men. (see 2.01.c) However, the Bible does not have the same teaching for the Deaconship. As The Mount Church aligns with a biblical governance structure of Elders and Deacons we will bring the duality of deaconship to an end and free women to be fully recognized as Deacons.

#### 2.04.c – Election Term

Deacons will serve a term of three (3) calendar years with one year off between terms.

#### 2.04.d – Responsibilities

The responsibility of the Deacons is not explicit within the biblical text. The overall responsibility of the deacons is to assist the Elders in their service and equipping functions. The Deacons will organize under the leadership of the Chairman of Deacons and the Elders to best accomplish their roles.

#### 2.04.e – Deacon Chairman

The Deacons will nominate and vote on their chairman annually in January. A Deacon may serve as chairman in consecutive years. Due to the relationship between the Elders and the Deacon Chairman, spouses of Elders are prohibited from serving as Chairman of the Deacon Team.

#### 2.04.f – Vacancies

If a Deacon is removed from service, either voluntarily or involuntarily, the appointment of a successor Deacon will follow the Appointment and Confirmation process below.

#### 2.04.g – Appointment and Confirmation

Deacons are to be nominated by the church membership. A list of all eligible men and women will be provided to the church along with instructions. The instructions will direct the membership to choose double the vacancies within the Deacon body. The Chairman of Deacons will then oversee the initial contact of the top nominees,

gauging their interest, willingness, and preparation for service. Upon indentifying candidates equaling double the deacon vacancies the church will vote.

Upon appointment the new Deacons will be ordained within a public worship service.

#### 2.04.h – Removal

Any Deacon may be removed from office for valid cause. A written notice of proposed removal of any Deacon shall be given to the Elders at least ten (10) days prior to the meeting at which an action to affect such removal is to be taken to ensure that the Deacon is given a reasonable opportunity for defense. The Deacon shall have the opportunity to answer the charges in the presence of his or her accusers, but shall not be present during the discussion and vote on his or her removal.

### **Article III – Ordination and Licensing**

While we find no instruction in the New Testament concerning the practice of ordination there are numerous texts which indicate a “setting apart,” “anointing,” “laying on of hands” and “sending out” (Acts 14:23; 1 Tim. 2:7; Titus 1:5; Acts 6:6, Acts 13:3; 1 Tim. 4:14 and 2 Tim. 1:6).

The Mount Church will provide a Ministerial Licensing and Ministerial Ordination, Deacon Ordination, and Lay Elder Ordination. All of which are a vote of confidence and commitment from the church to the recipient. Each offering carries with it differing processes and responsibilities to be determined by the Elders.

### **Article IV – Church Discipline**

Church discipline is a necessary mark of a healthy church and shall be applied in cases of sexual misconduct, gossip, divisiveness, dishonesty, and various other expressions of sin. In accordance with the biblical pattern generally outlined in Matthew 18:15-17, a person who evidences such sin will be confronted in an initial one-on-one meeting, followed by escalating engagement by members and pastoral staff and eventually Elders.

Where the steps of discipline are exhausted in cases of unrepentant and/or habitual sin, the Elders will consider removing a person from membership with the hope of eventual reconciliation and restoration. This removal may or may not include a prohibition to attend Church services and events, depending on the circumstances. In addition, it might include public disclosure of removal from membership and the circumstances leading to this decision to the corporate membership of the Church. Those so disciplined will in turn be restored to fellowship when the Elders have determined that appropriate repentance has occurred.

### **Article VI – Indemnification**

#### **6.01 – Powers of the Church**

##### 6.01.a – Powers to Indemnify and Hold Harmless

The Church may indemnify and hold harmless to the full extent permitted by applicable law each person who was or is made a party to or is threatened to be made a party to or is involved (including, without limitation, as a witness in any actual

or threatened action, suit or other proceeding, whether civil, criminal, administrative or investigative, and whether formal or informal) hereinafter a “proceeding,” by reason of the fact that he or she is or was a director, officer, employee or agent of the Church or, being or having been such a director, officer, employee or agent, he or she is or was serving at the request of the Church as a director, officer, employee, agent, trustee or in any other capacity of another corporation or of a partnership, joint venture, trust or other enterprise, including provision of services with respect to any employee benefit plans, whether the basis of such proceeding is a legend action or omission in an official capacity or in any other capacity while serving as a director, officer, employee, agent, trustee or in any other capacity, against all expenses, liability and loss (including, without limitation, attorneys fees, judgments, fines, ERISA or PPACA excise taxes or penalties and amounts to be paid in settlement) actually but reasonably incurred or suffered by such person in connection therewith. Such indemnification may continue as to a person who has ceased to be a director, officer, employee or agent of the Church and shall inure to the benefit of his or her heirs and personal representatives.

#### 6.01.b – Powers to Pay Expenses in Advance of Final Disposition

The Church may pay expenses incurred in defending any proceeding in advance of its final disposition (hereinafter “advancement of expenses”); provided, however, that any advancement of expenses shall be made to or on behalf of a director, officer, employee or agent only upon delivery to the Church of an undertaking, by or on behalf of such director, officer, employee or agent, to repay all amounts so advanced if it shall ultimately be determined by final judicial decision from which there is no further rights to appeal that such director, officer, employee or agent is not entitled to be indemnified under this article or otherwise, which undertaking maybe unsecured and maybe accepted without reference to financial ability to make repayment.

#### 6.01.c – Expansion of Powers

If the South Carolina Business Organizations Code is amended in the future to expand or increase the power of the Church to indemnify, to pay expenses in advance of final disposition, to enter into contracts or to expand or increase any similar or related to power, then, without any further requirement of action by the Church or any other person, the powers described in this article shall be expanded and increased to the fullest extent permitted by the applicable provisions of South Carolina Business Organization or other applicable law.

#### 6.01.d – Limitation of Powers

Indemnification shall be limited to reasonable expenses actually incurred by the person in connection with the proceeding under this article if the person is found liable to the Church or is found liable on the basis that he or she improperly received personal benefit. Indemnification shall not be made in respect to any proceeding in which the person has been found liable for willful or intentional misconduct in the performance of his or her duty to the Church. No indemnification shall be provided to any person if the Church is prohibited by the law has been in effect from paying such indemnification.

## 6.02 – Indemnification

### 6.02.a – Directors

To the maximum extent permitted by Code, as amended from time to time (provided, however, that if an amendment to the Code in any way limits or restricts the indemnification rights permitted by law as of the date of adoption of these Bylaws, such amendment shall apply only to the extent mandated by law and only to activities of persons subject to indemnification under this document which occur subsequent to the effective date of such amendment), the Church shall indemnify and advance expenses to any person who is or was a director (either elected or ex-officio), an officer of the Church, or a member of its Executive Team, or to such person's heirs, executors, administrators and legal representatives, for the defense of any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (the "Proceeding"), to which such person was, is or is threatened to be made, a named defendant or respondent, which indemnification and advancement of expenses shall include counsel fees actually incurred as a result of the Proceeding or any appeal thereof, reasonable expenses actually incurred with respect to the Proceeding, all fines, judgments, penalties and amounts paid in settlement thereof, subject to the following conditions: (a) the Proceeding was instituted by reason of the fact that such person is or was a director, an officer of the Church or a member of its Executive Team; and (b) such person conducted himself in good faith, and he reasonably believed (i) in the case of conduct in his official capacity with the Church, that his conduct was in its best interest; (ii) in all other cases, that his conduct was at least not opposed to the best interests of the Church; and (iii) in the case of any criminal proceeding, that he had no reasonable cause to believe his conduct was unlawful. The termination of a proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent is not, of itself, determinative that the director, officer of the Church or member of its Executive Team did not meet the standard of conduct herein described.

### 6.02.b – Permissive Indemnification

The Church may, to the maximum extent permitted by Code, as amended from time to time (provided, however, that if an amendment to the Code in any way limits or restricts the indemnification rights permitted by law as of the date of adoption of these Bylaws, such amendment shall apply only to the extent mandated by law and only to activities of persons subject to indemnification under this document, which occur subsequent to the effective date of such amendment), indemnify and advance expenses in a Proceeding to any person who is or was an employee or agent of the Church, or to such person's heirs, executors, administrators and legal representatives, to the same extent as set forth above, provided that the Proceeding was instituted by reason of the fact that such person is or was an employee or agent of the Church and met the standards of conduct set forth. The Church may also indemnify and advance expenses in a Proceeding to any person who is or was an employee or agent of the Church to the extent doing so is consistent with public policy or as may be provided by these Bylaws, by contract, or by general or specific action of the Elders.

### 6.02.c – Character of Rights

The rights to indemnification and advancement of expenses conferred by or pursuant to this article shall be deemed contract rights, but only to the extent applied. For all other

categories of persons eligible to potentially receive indemnification under this document, the rights to indemnification and advancement of expenses shall be deemed contract right only to the extent approved by the Elder board in its sole discretion but not otherwise.

#### 6.02.d – Rights Not Exclusive

The right to indemnification and advancement of expense conferred in this article shall not be exclusive of any other right which any person may have or hereafter shall acquire under any statute, provision of the Articles of Incorporation, these Bylaws, agreement of disinterested directors, or otherwise.

### 6.03 – Insurance

The Church may purchase and maintain insurance, at its expense, to protect itself and any director, officer, employee or agent of the Church or who, while a director, officer, employee or agent of the Church, is or was a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise against any expense, liability or loss, whether or not the Church would have the power to indemnify such person against such expense, liability or loss.

### 6.04 – Survival of Benefits

Any repeal or modification of this article shall not adversely affect any right of any person existing at the same time of such repeal or modification.

### 6.05 – Severability

If any provision of this article or any application thereof is determined by any court, tribunal, administrative agency or other competent supervisory authority, to be invalid, unenforceable or contrary to applicable law or public policy, the remainder of this article, or the application of such provision to persons or circumstances other than those as to which it is held invalid, unenforceable or contrary to applicable law, shall not be affected thereby and shall continue in full force and effect.

### 6.06 – Prohibition against Private Inurement

In the event and to the extent any part or whole of this Article VI is determined to be in violation of the United States Federal Income Tax laws with regard to prohibition against “private inurement” (as such term is understood in the context of United States exempt organization taxation rules ) by a final non-appealable order of a court of competent jurisdiction or by any United States Internal Revenue Service action which the Church in its discretion determines not to challenge in a judicial forum, any such offending provision or if the whole of this Article XV is determined as offending the prohibition against private inurement, then the whole of this article shall be deemed ineffective so as to prevent any negative United States Federal Income Tax law consequences to the Church or its tax-exempt status.

## Article VII – Amendments to the Bylaws

### 7.01 – Notice Required and Voting Procedures